MARVEL

AVENGING SPIDER-MAN

TERRY DODSON
RACHEL

THE COMPLETE COLLECTION

AVENGING SPIDER-MAN

THE COMPLETE COLLECTION

AVENGING SPIDER-MAN
THE COMPLETE COLLECTION

AVENGING SPIDER-MAN #1-3
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I KNOW WHAT YOU'RE GOING TO SAY.

"YOU'VE GOT **GIRL PROBLEMS**, A **FULL-TIME JOB**, MEMBERSHIP ON ANY SUPER-TEAM THAT WILL HAVE YOU...

"INCLUDING TWO **(TWO!)** SEPARATE TEAMS OF AVENGERS.

THWANG

"SPIDER-MAN, WHERE **DO** YOU FIND THE TIME?"

FOUR MORE DOWN! WHAT'S NEXT?!

ZZARK

WHAT DOES IT LOOK LIKE, PRINCESS?!

OH. RIGHT.

LET'S CALL A SPADE A SPADE...

I'M NOT BRINGING DOWN THE GIANT ROBOT.

WHAT'S THE MATTER? WE'RE SAVING THE WORLD...YOU GOT SOMEWHERE BETTER TO BE?

WELL, ACTUALLY, I HAVEN'T SLEPT IN LIKE--

SIGH...CAN'T EVEN RIFF WITH A GIANT ROBOT...

SO, ABOUT YOUR QUESTION...

HOW DO I FIND TIME TO BE AN AVENGER *AND* YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN?

NEW YORK CITY MARATHON

"WHEN I SAY RUN, YOU ASK 'HOW FAR'."
-MAYOR J. JONAH JAMESON.

HOW DO I *ALWAYS* MAKE IT BACK TO NEW YORK CITY JUST IN TIME TO DEAL WITH *MY* STUFF?

NEW YORK CITY MARATHON

"WHEN I SAY RUN, YOU ASK 'HOW FAR'."
-MAYOR J. JONAH JAMESON.

WELL, THE TRUTH IS...

SOMETIMES...

I DON'T.

--LET'S GET THIS OVER WITH SO YOU *JOG-HIPPIES* CAN GET BACK TO DRESSING LIKE NORMAL HUMAN BEINGS...

BLAM

HUFF HUFF HUFF

JOG-HIPPIES?

HUFF HUFF

HUFF

104

PAT PAT PAT

PAT PAT PAT

THUP THUP THUP

THUP THUP THUP

OH...

...MY...

...GOD...

SSSCREEEEEEEEEEE

NO ONE'S GOING BACK TO NEW YORK?! AM I THE ONLY ONE WITH A JOB?!

COME ON! *SOMEBODY* HAS TO TAKE ME!

WE OWE THE LOCAL AUTHORITIES AN EXPLANATION, SPIDER-MAN. I CAN'T--

NOT IT.

WHAT? OH--NOT IT.

NOT IT.

NOT IT.

NOR I.

NOT IT.

WHAT ARE YOU IDIOTS DOING?

HULK, YOU TEND TO PANIC CIVILIANS ANYWAY. CAN YOU JUMP SPIDER-MAN BACK TO NEW YORK WITHOUT DROPPING HIM?

IF HE KEEPS HIS MOUTH SHUT...

SOME DAY I'LL LEARN HOW TO FLY THE JET...

HEARD *THAT* ONE BEFORE.

GRRRRR...

HOW SHOULD WE DO THIS? I COULD WEB UP A BACKPACK AND WE COULD DO A *LUKE/YODA* THING, OR--

--YOU CAN PRETEND YOU'RE MY *ABUSIVE BOYFRIEND*--?

YEEOW--!!

NEW YORK CITY IS UNDER ATTACK!!

AND THEY CALLED ME A PSYCHO WHEN I DEMANDED REAL BULLETS FOR THIS THING...

SIR, ABOUT THAT...

SCREEEEEE!

EAT LEAD, BILBO--

BLAH BLAH

BLANKS?!

OH, YOU PATRONIZING SONS OF--

GOT IT, TONY. WE'RE ON OUR WAY.

THERE'S TROUBLE ON THE GEORGE WASHINGTON BRIDGE. LOOKS LIKE IT'S UP TO US.

UP TO "*ME*" IF OUR RUN-IN WITH THAT A.I.M.BOT IS ANY INDICATION.

THAT WAS A THOUSAND TONS OF METAL... I'M MORE OF A PRECISION INSTRUMENT.

HOW SO?

WELL, FOR INSTANCE, TAKE MY NEWLY RETURNED--

SPIDER-SENSE...

INCOMING!

WAIT!

WE'RE NOT!

BIRDS. THEY WERE JUST BIRDS. YOU DIDN'T HAVE TO--

YOU SAID "INCOMING."

...

THAT I DID.

KAAA!

DID YOU LITTLE @#%@$% TEAR A HOLE IN MY STREET?

I HOPE YOU'VE BEEN SAVING YOUR LEPRECHAUN GOLD, BECAUSE THIS IS COMING OUT OF YOUR--

KA-KOOM!!

SCREEE?

SOMEONE YELL FOR SOME KOOL-AID?

WHAT THE HELL ARE YOU TALKING ABOUT?

I'M JUST AMUSING MYSELF. DON'T WORRY ABOUT IT.

SON OF A-- THE COSTUMED CREEPS ARE TEARING UP MY STREET TOO...

HEY! BIG, RED AND UGLY! TAKE IT EASY!

HRFF

UH-OH.

INCOMING?

'FRAID SO.

RUMBLE RUMBLE RUMBLE

FEEFEENARF

UH, YOU DEAL WITH THIS THING...I'LL GO AFTER JONAH.

THOUGHT YOU MIGHT SAY THAT.

YOU'RE GOING TO PAY FOR THAT HOLE, SPIDER-MAN!

ACTUALLY, LET'S WORRY ABOUT HIM LATER...

LATER... LATER...

SOME SORT OF NEURO-TOXIN... IT'S EVEN SLOWING ME DOWN...

YOU'RE ON YOUR OWN.

I'M ON IT...

ON IT...

GRR

GUH..

WHERE ARE YOU MOLLUSK-FACED OOMPA LOOMPAS, TAKING ME?

AM I GETTING JUMPED IN TO THE LOLLIPOP GUILD OR SOMETHING?!

WHERE--

HUH?

MY MOLOIDS BROUGHT YOU HERE.

YOU HAVE AN ARMY, YES? YOU ARE THE *KING* OF THE ISLAND THEY CALL "*NEW YORK*"?

I'M THE FREAKIN' MAYOR OF THIS CITY! IS THAT WHY YOU HAD YOUR MONKEYS BRING ME HERE?!

I DID NOT SEND THEM. THEY ARE *PANICKED*. LOOKING FOR HELP FROM ANOTHER KING...

PANICKED?

WHAT ARE YOU TALKING ABOUT?!

HNNF--

I'M AFRAID... THINGS HAVE CHANGED...

AKKK--!

ARGGHH!

I, THE MOLE MAN, RULE SUBTERRANEA NO MORE.

NO MORE.

2

SO, YEAH...

I'M JUST GOING TO COME OUT AND SAY IT BECAUSE I'M A SUPER HERO AND THIS STUFF HAPPENS.

THIS THING ATE ME AND THE RED HULK.

NOTHING TO BE EMBARRASSED ABOUT, REALLY.

HOW WE GOT OUT...*THAT* MIGHT BE A DIFFERENT STORY.

WE *PROBABLY* DIDN'T ESCAPE THE BELLY OF A *GIANT GROUND WORM* WITHOUT A LITTLE HELP.

HNNF.

AND I THINK IT'S SAFE TO ASSUME THAT WHEN YOU ESCAPE THE BELLY OF A *GIANT GROUND WORM*, THERE ARE ONLY *TWO* ROUTES OUT.

AND BELIEVE YOU ME, ONE'S *DEFINITELY* BETTER THAN THE OTHER.

SO, SINCE I WAS ASLEEP AT THE TIME...

...LET'S ALL JUST ASSUME THAT THIS IS HOW IT WENT DOWN.

Deeper.

YOU MIGHT BE USED TO DOING BUSINESS ON YOUR KNEES, MOLE FACE--

--BUT THAT'S NOT HOW WE DO THINGS IN *NEW YORK CITY.*

BUT YOU *MUST* KNEEL BEFORE HIM! HE IS RA'KTAR, THE NEW KING OF SUBTERRANEA!

[illegible]

YOU KNOW WHAT, PAL? WE MAY BE UNDERGROUND, BUT THIS IS *AMERICAN* UNDERGROUND!

YOU GOT SOMETHING TO SAY TO J. JONAH JAMESON, YOU DO IT IN *ENGLISH!*

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ᚠᛗᛉ

HEY, MOLE MAN! NOTICE HOW I'M STILL ON MY FEET? THAT'S WHAT THEY CALL *NEW YORK DIPLOMACY,* FOUR EYES.

YOU OLD FOOL.

YOU HAVE NO IDEA WHAT YOU'VE DONE.

Elsewhere.

GARKLE-GARK

YOU AWAKE YET?

HNNNNNN... WHASS GOIN' ON?

YOU'VE BEEN SLEEPING FOR HOURS. WHATEVER *NEUROTOXIN* THAT SLUG HAD IN ITS GUT WAS STRONG AS HELL. EVEN PUT ME OUT FOR A COUPLE OF SECONDS.

YOU'VE BEEN UP FOR A WHILE? I THOUGHT YOU'D BE *HITTING* SOMETHING.

AWWW...YOU DIDN'T WANT TO WAKE ME, DID YOU? I'VE HEARD I'M A *CUTE* SLEEPER--

WHAT I *WANTED* WAS TO SEE IF THESE LITTLE IDIOTS WOULD TAKE US BACK TO THEIR BASE OF OPERATIONS...

...BECAUSE I REALLY, REALLY *WANT* TO RAZE IT TO THE GROUND.

WELL, I APPRECIATE THE STRATEGY...

BUT IT LOOKS LIKE SOMEONE BEAT YOU TO IT.

TRAMBLE TRAMBLE TRAMBLE

NOTHING GOOD EVER COMES FROM THOSE HORNS...

CRUD! THEY'RE ON TO US!

COME ON! COME GET DESTROYED!

WAIT!

WHAT ARE THESE, BABIES--?

HEY! GET OFF OF ME!

...JUST KIDS.

MEWMEW!

WEIRD...

MOLOIDS ARE FIERCELY PROTECTIVE OF THEIR YOUNG.

WHERE ARE THEIR PARENTS?

SMELL THAT?

THAT'S THE SMELL OF WAR. THE *BAD* KIND.

OH, MAN...

WHY WOULD THEY ATTACK NEW YORK WHILE THEIR OWN CITY WAS BEING RAZED?

WHAT DO WE... I MEAN--

OH, MY--

NARGARPH?

JAMESON? DON'T YOU HAVE HIM?

SOMETHING ISN'T RIGHT HERE. THEY NEED OUR HELP.

NEGATIVE. THEY MADE THE FIRST STRIKE WHEN THEY KIDNAPPED JAMESON. THEY'RE OPPOSITION FORCES.

THEN WE'RE MAKING A TREATY. DOES THAT HELP YOU? IF I CALL IT A *TREATY*.

I DIDN'T SIGN UP FOR THIS. YOU DON'T GIVE ME ORDERS.

NO, I DON'T. THIS ISN'T THE MILITARY. WE DON'T HAVE *ORDERS*.

WE'RE AVENGERS...IT DOESN'T GET TO BE THAT SIMPLE.

THINK YOU CAN BE A HERO WITHOUT BEING TOLD TO?

WHAT IF I DON'T PLAY ALONG, KID? YOU THINK YOU CAN HANDLE WHATEVER DID THIS ALL BY YOURSELF?

NO, I DON'T...BUT THAT'S NOT GOING TO STOP ME.

GRRRR...

GET YOUR HANDS OFF OF ME!

WHAT THE HELL DID YOUR LITTLE MEN GET ME INTO?!

I HAVE MORE REGRET THAN YOU EVER WILL. WHEN THE *MOLANS* APPEARED FROM THE UBER-DEPTHS AND TOOK *SUBTERRANEA*, MY MOLOIDS FLED ABOVE GROUND TO *BEG* FOR HELP FROM THE RULERS OF THE OVERWORLD.

BUT THESE IDIOTS--

THIS... GENETIC GARBAGE--

BROUGHT ME A DECREPIT OLD MAN!

THIS DECREPIT OLD MAN HAS A DIRECT LINE TO THE *AVENGERS*.

I CAN'T REMEMBER WHICH TEAM, BUT IT'S A *GOOD ONE*.

TELL THEM I WANT MY FREE PHONE CALL.

IT'S TOO LATE FOR THAT. WHEN YOU REFUSED TO BOW TO *RA'KTAR* YOU CHALLENGED HIM FOR HIS THRONE...

THEY THINK YOU ARE THE RULER OF THE OVERWORLD.

OW! THAT PINCHES, YOU IDIOT!

WHAT IN THE SAM HILL IS GOING ON?!

<BX<?R!

PREPARE TO MEET HIM IN COMBAT...

"...ONLY ONE OF YOU WILL SURVIVE."

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I WILL TRY!

UM..."THE IMMENSE...NO-- THE IMMOVABLE R-RA'KTAR OF THE HEAT PLANES BELOW W-WILL MAKE YOUR DEATH AND EAT YOUR SOFT LANDS."

WHO'S DOING WHAT NOW?

"FROM RA'KTAR'S LANDS COMES THE HARD STONE."

"THE HARD STONE MAKES THE GOD EDGE."

"THE GOD EDGE MAKES THE KING BLADE."

"AGAINST THE KING BLADE, ALL THINGS BECOME TWO."

"KING BLADE," HUH?

WHERE I COME FROM WE HAVE A THING CALLED *SCIENCE*.

IT MAKES STUFF LIKE ME.

SPIDER-MAN?! I KNEW YOU HAD SOMETHING TO DO WITH--

ACTUALLY, YOU KNOW WHAT? NEVER MIND.

WHAT WERE YOU GOING TO SAY?

NEVER MIND!

THAT YOU KNEW I HAD SOMETHING TO DO WITH A SUB-TERRANEAN CIVIL WAR? IS *THAT* WHAT YOU WERE GOING TO SAY?

I STOPPED MYSELF--

JUST DROP IT!

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ᚳᚩᚱᚢᚠᚩᚱ
ᛞᚷᛇᚠᚱᛉ
SYER
RA'KTAR ASKS IF YOU ARE YOUR KING'S CHAMPION.
SURE. WHY NOT?
WELL, I'M ABOUT TO SHOW YOU!
WE'VE GOT JAMESON. YOU SURE THIS IS THE BEST USE OF YOUR TIME?
THIS GUY LOOKS LIKE THEIR GENERAL.
YOU KNOW THE QUICKEST WAY TO END A WAR, RIGHT?
NO.

WE ARE SAVED--

SLLRRGH

--URG

WHA--

GENERAL?

YOU OKAY?

I GOT THIS!

KOOH!

SLLRRGH

--GRK

NO!

GUH--

--KAK!

ᛞᚷᛇᛜᚠᚷ

THWIP

NO!

YBM

HNNNNNNN...

SNAP!

XBRMMNOR

RULK...

ALL IS LOST.

NO @#$$...

MAD!
TERRY
3

WHAT ARE WE DOING?!

I DON'T KNOW! THIS THING LOOKED FAST SO I GRABBED IT--

LOOK, I'M TAKING YOU TO SAFETY, ALL RIGHT?!

THIS IS SAFETY?! I DON'T FEEL SAFE!

THANKS FOR THE NEWS FLASH! IF YOU WERE SITTING ANY CLOSER WE'D BE **LEGALLY MARRIED** IN SOME STATES!

YOU KNOW I'M GETTING HIT WITH ARROWS, RIGHT?! YOU'RE AWARE OF THAT, **JOKE MAN**?!

THUNK

FWF FWF

FFFK

THEY'RE PULLING BACK...

I'M TAKING YOU AS FAR AS **SUBTERRANEA**, THEN I HAVE TO GO BACK.

YOU'RE GOING BACK THERE?! WHY?

YOU KNOW WHY...

"...I LEFT SOMEONE BEHIND."

YES...YOU'VE SLAIN EARTH'S CHAMPION...

NOW CLAIM THEIR WORLD AS YOUR PRIZE!

LEAVE MY LANDS AND TAKE THEIRS!!

PMY

HEY! WHAT ARE YOU DOING?! THOSE ARE THE MORLOCKS THAT DRAGGED ME DOWN HERE IN THE FIRST PLACE!

AND I GUESS I'LL HELP MYSELF DOWN, BY THE WAY...

RELAX, JONAH. THEY'RE AS SCARED AS YOU ARE.

YOU'RE TOUCHING ME.

THIS ONE GOES UP THERE, YES? YOU TAKE HIM BACK.

WHA--DOES THIS MAKE SENSE IN YOUR SPIDER-BRAIN?! YOU'RE NOT LEAVING ME WITH THEM!

WHAT DO YOU WANT ME TO DO?! RED HULK IS STILL BACK THERE.

HE'S DEAD!

MAYBE-- PROBABLY, YEAH...

BUT YOU NEVER KNOW WITH HULKS...

WHERE ARE YOU GOING?!

NEEE?

NO, I...I WASN'T ABLE TO BRING MOLE MAN. I'M SORRY... I'LL GET HIM FOR YOU.

NOW YOU'RE GOING TO SAVE THE *MOLE MAN?* FROM THOSE THINGS?!

THIS ISN'T YOUR PROBLEM, JONAH. JUST GET OUT OF HERE.

ARE YOU AN IDIOT?! WHY DON'T YOU JUST COME WITH ME AND GET YOUR *AVENGERS* FRIENDS?

I CAN'T, OKAY?! I CAN'T WALK INTO AVENGER'S HQ WITHOUT MY TEAMMATE NEXT TO ME. I CAN'T EVEN *THINK* ABOUT DOING IT.

JUST LIKE I CAN'T LEAVE YOU HERE, EVEN THOUGH YOU *HATE* ME WITH A PASSION! AND YOU *KNOW* THAT, DON'T YOU?

WHAT?

YOU KNOW THAT YOU CAN SAY WHATEVER YOU WANT AND I'D *STILL* NEVER LET ANYTHING HAPPEN TO YOU. AND IF THAT'S TRUE, YOU KNOW I CAN'T LEAVE THE MOLE MAN BACK THERE...

AND I SURE AS *HELL* CAN'T LEAVE THESE LITTLE GUYS BEHIND. I MEAN, LOOK AT THEM!

LOOK AT THEM!!

W-WELL, YEAH...WHEN THEY DO *THAT.*

JUST GET OUT OF HERE BEFORE--

RUMBLE RUMBLE RUMBLE

MOLOIDS OF SUBTERRANEA!

YOU ARE HARBORING THE VANQUISHED ENEMIES OF YOUR KING!

OKAY, YOU'VE HAD YOUR FUN. HOP ON THE DAMN MOLE-MULE AND LET'S GET OUT OF HERE!

THE MIGHTY RA'KTAR WILL TOLERATE THE MOLOIDS' EXISTENCE...

...NO LONGER...

YOU'RE COMING **NOW**, RIGHT? IS THIS SOME KIND OF TEST?! ARE YOU TESTING ME?

JUST GO!!

BRMMHOR

ᛞᚷᚲᚹᛗᛟ

THE GREAT RA'KTAR ASKS IF YOU DARE PROTECT THESE BEINGS FROM HIS WRATH.

YES, MIGHTY RA'KTAR! I, SPIDER-MAN OF EARTH, CHALLENGE YOU--

EH, THIS IS ALL GOING TO END THE SAME ANYWAY, RIGHT?

ᚹᛗᛉ

OKAY, OKAY! WE'LL DO IT YOUR WAY!

BUT I WANT A POINT FOR THAT. THAT WAS A FAIR HIT!

STUPID KID...

ᛞᚷᛇᛜᚠᚷ

YOU'RE MAKING A SUPER-SHARP ROCK WEAPON?

LOOK, I'M NOT BEING MODEST WHEN I SAY YOU'RE *PROBABLY* NOT GOING TO NEED IT.

COME ON! THE LEAST YOU COULD DO IS GIVE ME ONE TOO!

ᛉᛒᚢ

ᛉᛒᚢ

OW!!

RORK

REALLY SHARP, GUYS...

RORK

RORK

RORK

RORK

RORK

RORK

RORK

RORK

RORK

RORK

RORK

SLICE

--GURK!

GUH--

THUD

SMASH

BAM

UNGH!

OOF!

SMASH

MY TURN...

HEY! I SAID, "MY--"

CRACK

--

SPLAK

CRUNCH

THE...*KAFF* THE AVENGERS ARE...

...ARE GONNA BE REALLY... *HNN...*

...REALLY MAD IF YOU KILL ME.

I'M KIND OF THEIR MASCOT.

RA'KTAR REMINDS YOU THAT YOU HAVE NO STAKE TO THESE LANDS. WALK AWAY AND LEAVE HIM TO HIS SLAUGHTER.

PASS.

FKF FKF

THE GREAT RA'KTAR ASKS IF YOU ARE READY TO DIE...

N-NOT YET... I MEAN...YEAH, IT LOOKS LIKE THAT'S HOW IT'S GOING TO SHAKE OUT, BUT, HEH HEH...

I'VE GOT A FOURTH QUARTER ADDITION TO THE BUCKET LIST.

THWIP!

SLICE

SLICE

I SEE LONDON, I SEE FRANCE...

CHCHNK

RORK

RORK

...HEEEEEEE IS NOT WEARING UNDERPANTS.

XBRMM

MY

MY

MY

YEP, I CAN DIE NOW.

XBRMMNOR

XBRMMNOR

JEEZ, RA'KTAR. LEARN TO LAUGH AT YOURSELF.

YOU DON'T UNDERSTAND. YOU HAVE SHAMED HIM IN BATTLE. ACCORDING TO MOLAN LAW, YOU HAVE BESTED HIM.

HE... DOESN'T AGREE.

PMY

PMY

PMY

PMY

PMY

PMY

PMY

O-ON YOUR FEET, ROSS...

PMY

PMY

PMY

E-ENEMY CLOSE...

LEFT VENTRICLE'S ALMOST HEALED...

SKRRRRCH

BUCK UP, SOLDIER.

RRRRRRRRRRRRUARRR!!!

WHAT THE HELL?!

HEY! YOU'RE OKAY...

OW...OW... QUITE A GRIP YOU'VE GOT THERE...

YPM

I DON'T KNOW HOW HE SURVIVED...

HOW'D YOU SURVIVE, HULK?

YOU THINK THIS IS A @#$@ TAN? I'M A WALKING, WEAPONIZED, AGGRESSIVE TUMOR!

HEALING TISSUE IS NOT A PROBLEM!

NOW LET'S SMASH SOMETHING!

H-HEY, WHERE YOU GOING SO FAST, BUDDY? I ALREADY BEAT THIS GUY. HE HAS TO DO WHATEVER I SAY NOW.

IF YOU WANNA SAVE SOME TIME TELL HIM TO TWIST HIS *OWN* HEAD OFF AND SHOVE IT DOWN HIS THROAT!

WHOA WHOA WHOA! WAIT A MINUTE, RED BULLS...

THAT SWORD YOU'VE GOT THERE, THE ONE THAT CUT THROUGH YOUR SKIN? EVERY ONE OF THEIR WEAPONS IS MADE OUT OF THAT STUFF.

YOU'VE GOT TO LET THIS ONE GO.

THEY'RE GOING BACK TO THEIR HOME. WE WORKED OUT A TREATY.

YOU'RE A MILITARY MAN...YOU LIKE TREATIES, RIGHT?

I GUESS...

YEAH, SURE YOU DO.

YOU SON OF A--

HE'S SMILING AT ME!

EASY, BIG FELLA. WE'VE GOT A TRUCE TO PROTECT.

YOU CAN LET IT GO, RIGHT? I MEAN IT DOESN'T LOOK LIKE YOU REALLY GOT HURT AT ALL...

GRRRR...

OH, *YOUR FEELINGS?* YOUR FEELINGS GOT HURT?

SHUT UP.

WHY AREN'T YOU AVENGERS *ASSEMBLING* DOWN THAT @#%$% CRATER! MOVE IT!

REED RICHARDS IS EN ROUTE WITH HIS MAPS OF SUBTERRANEA. I'M NOT TAKING MY PEOPLE DOWN THERE WITHOUT THEM.

CAN YOU HEAR THE WORDS I'M MAKING WITH MY MOUTH, *STARS AND STRIPES?!* YOUR *COMMIE HULK* IS DEAD AND YOUR *BUSH-LEAGUER SPIDER-MAN* IS DOWN THERE TRYING TO HOLD OFF AN ALIEN INVASION ALL BY HIMSELF!

NOT ANYMORE.

MISSION ACCOMPLISHED.

I THOUGHT IT'D TAKE MORE THAN AN OVERGROWN MOLOID TO KILL YOU. YOU LEAVE ANY OF THEM STANDING?

I DIDN'T TOUCH THEM. IT WAS ALL THE KID.

HEY... THANKS FOR THAT, BUT I COULDN'T HAVE DONE IT WITHOUT--

NEVER ASK ME FOR A RIDE AGAIN.

OOOKAY...

BIO-SCAN'S SHOWING SOME PRETTY EXTENSIVE INJURIES. YOU MIGHT HAVE A CONCUSSION.

HAVE YOU EVER THOUGHT ABOUT A HELMET?

LET'S GET YOU PATCHED UP.

WAIT, WAIT, WAIT!

YOU'RE TELLING ME THAT YOU TOOK CARE OF THAT SUBTERRANEAN INVASION WITHOUT THE HULK'S HELP?!

THAT'S RIGHT.

WHAT, WITH YOUR FUNNY LITTLE JOKES?!

YEAH, KIND OF.

W-WELL WHAT DID YOU DO ABOUT THE MOLE MAN?!

I HELPED HIM OUT OF HIS CHAINS AND LEFT. HE'D SUFFERED ENOUGH.

HE ABDUCTED THE *MAYOR OF NEW YORK CITY*--NOT TO MENTION THE HUNDREDS OF TIMES HE'S ATTACKED MY CITY!

AND WE'VE ALWAYS REACTED BY PUNCHING HIM IN THE FACE.

A LOT.

I THINK WE'RE ALL GONNA BE SURPRISED BY HOW HE REACTS TO A LITTLE *KINDNESS*.

I'M FINE... LEAVE ME BE.

MRR?

I SAID LEAVE ME BE!

MEEK?

LOOK AT WHAT I'VE BECOME! A FIGURE OF PITY IN MY OWN KINGDOM! CODDLED BY THE SURFACE DWELLERS LIKE A DUMB ANIMAL!

LOOK UPON THIS PLACE. WHAT WERE ONCE MAPS OF FUTURE CONQUESTS LIE SHATTERED BY OUR OWN CONQUERORS!

GET THIS WRECKAGE OUT OF MY SIGHT!

WAIT... WAIT...

LEAVE IT AS IT IS.

THIS BROKEN CITY WILL *NOT* BE A SYMBOL OF OUR SHAME!

IT WILL BE A SYMBOL... OF OUR FUTURE.

LAND
J-PO

4

Central Park, New York City.

TEEN DIVISION, ON YOUR MARK!

GET SET!

F--

EXPO 2012

6

THUNK

4

THUNK

THUNK

WHO RELEASED?

NO ONE.

EXPO

OH.

STUPID AVENGERS.

WE GET IT, *HAWKEYE*. YOU CAN SHOOT AN ARROW REAL GOOD.

HEY, I'M SUPPOSED TO BE *TRAINING* TODAY. I GOT ANTSY.

IT'S YOUR FAULT FOR BEING *LATE*.

I CAN'T EVEN LOOK AT MY DAY PLANNER WITHOUT SPONTANEOUSLY BURSTING INTO *TEARS*. DON'T MAKE ME WEAR THE GUILT OF A RUINED ARCHERY COMPETITION ON TOP OF IT.

RUINED? WHAT ARE YOU TALKING ABOUT? I'M AN *INSPIRATION*.

I THINK YOU JUST INSPIRED THAT GUY'S *DRINKING* PROBLEM.

EXCUSE ME, MR. HAWKEYE...

...WOULD YOU SIGN MY BOW?

SEE?

WHA--? A *COMPOUND* BOW? UGH...

MY DAD GOT IT FOR ME.

HAS HE ALWAYS WISHED YOU WERE A *GIRL* OR SOMETHING?

ALL RIGHT! P.C. POLICE. YOU'RE COMING WITH ME.

I'M JUST SAYING A COMPOUND BOW IS *CHEATING*.

YEAH, WE ALL GET IT.

SO WHAT'S THIS ABOUT? CAPTAIN AMERICA WANTS US TO GO OUT ON *PATROL?*

YOU'VE NEVER GONE ON PATROL?

DON'T WE HAVE ENOUGH PROBLEMS WITHOUT ACTIVELY *LOOKING* FOR THEM?

WE'RE LOOKING FOR PEOPLE TO HELP. IT'S NOT THAT WEIRD.

I DON'T KNOW. SEEMS KIND OF DESPERATE.

THWIP

LOOK, CAPTAIN AMERICA THINKS IT'S A GOOD IDEA.

CAPTAIN AMERICA.

I'M PRETTY SURE HE KNOWS WHAT HE'S DOING.

SO WAS I, UNTIL THIS VERY INSTANT.

REAL EFFICIENT MODE OF TRANSPORTATION YOU'VE GOT THERE, BY THE WAY.

I CAN SEE WHY WE SIGNED YOU UP.

VRRRRR

JEEZ, WHAT'S UP HIS QUIVER?

Landers Chemical Supply.

SO WHAT DO WE HAVE HERE?

SOME KIND OF *SNAKE* THEME? I BET THOSE COSTUMES--

--GAR

ZZZZZZAKK

N-N-N-N--

ZZZZZZAKK

YOU DIDN'T LET ME FINISH!

Shhhhh...

LITTLE TO YOUR LEFT, PLEASE.

THWANG

GOTCHA.

ZZZ

WHERE TO NEXT?

NOWHERE. BECAUSE OF YOU WE HAVE TO WAIT FOR ONE OF THESE GUYS TO WAKE UP.

WHAT?! WHY?!

BECAUSE THEN WE ASK WHO THEY'RE *WORKING FOR*. AND THEN WE FIND OUT WHO *THOSE* GUYS--OR GALS--ARE WORKING FOR.

THEN, HOPEFULLY, BY THE END OF THE NIGHT WE KNOW WHY THESE GUYS WERE DRESSED UP LIKE *SNAKES* AND BREAKING INTO A *CHEMICAL WHOLESALER.*

IT'S CALLED WORKING YOUR WAY UP THE CHAIN...

I KNOW YOU'RE NOT BIG ON THE PATROL THING, BUT SURELY YOU'VE WATCHED AN EPISODE OF *LAW & ORDER* IN THE LAST TWENTY YEARS.

I DON'T WATCH MUCH TV.

WHAT DO YOU DO WITH YOUR FREE TIME?

I TRAIN. WHAT DO YOU THINK I DO?

WAIT, THIS ONE'S READY...

HUNNN...

NOW WHERE WAS I? *"I BET THOSE COSTUMES ARE--"*

"ARE..."

GREAT, I FORGOT MY JOKE!

HRMMM...

Later.

"OKAY, IF THOSE THUGS WERE TELLING THE TRUTH, THIS VAN IS FULL OF HAZARDOUS MATERIALS."

EEE!

THIS SHOULD STOP THEM WITHOUT CAUSING TOO MUCH DAMAGE.

...

HAWKEYE, I WANT YOU TO COVER THEM FROM ABOVE IN CASE THEY GET ROWDY.

HAWKEYE?

WALL ST.

WAY

HAWKEYE!

THWANG

THUNK

THUNK

THUNK

CREEEEE

2 Minutes Later.

VAN'S EMPTY.

SIGH PATROLLING AT ITS BEST. MUST HAVE BEEN A DECOY.

WELL, SINCE THIS GUY ABSOLUTELY *DID NOT* COME GENTLY TO REST IN A NET OF WEBBING, WE'D BETTER GET COMFORTABLE.

UNLESS YOU HAVE A *SMELLING SALT ARROW.*

NO? DIDN'T THINK SO.

Grand Central Station.

NOW, THIS IS PATROLLING!

GRAND CE TRAL TERM

TULLIUS NO SMOKING

YOU START THE NIGHT ROUGHING UP SOME PETTY THIEVES...

AND YOU END UP WAITING FOR *THE SERPENT SOCIETY* TO LAUNCH A *SNAKE GAS* ATTACK AT *GRAND CENTRAL STATION*...

TULLIUS NO SMOKING

YEAH, GREAT. WAKE ME UP WHEN THEY GET HERE.

TULLIUS NO SMOKING

YO, AVENGER, WE DON'T KNOW WHICH ENTRANCE HE'S GOING TO SHOW UP AT, SO IF YOU COULD WATCH--

THUNK

HEY--

I SAID, HEY!

IT'S GAME TIME, MAN!

I KNOW. THAT'S WHY I'M TRAINING.

CAN YOU JUST SIT STILL FOR FIVE MINUTES?

NO.

THUNK

I THOUGHT YOU WERE JOKING AT FIRST, BUT YOU REALLY *CAN'T* STOP TRAINING, CAN YOU?

NO.

WHY?!

BECAUSE I DON'T

DON'T MISS.

YEAH. GOT IT. WHATEVER.

I MEAN, I *CAN'T* MISS.

WHAT DOES THAT MEAN?

I'M ON A TEAM WITH *SUPER-HUMANS*.

AND ONE GOD, IN CASE YOU'VE FORGOTTEN.

EVEN YOU...WELL, YOU CLIMB WALLS REALLY WELL.

THANKS.

THE TRAINING IS THE ONLY THING THAT MAKES ME SPECIAL. AND IF I'M NOT SPECIAL, THEN *NONE* OF THIS IS WORTH IT.

I DON'T FOLLOW.

I GAVE UP A LOT FOR THIS LIFE. I COULD HAVE BEEN HAPPY WITH MOCKINGBIR-- BOBBI. WE COULD HAVE HAD A GOOD, SIMPLE LIFE.

BUT I WANTED TO PLAY WITH THE BIG BOYS.

AND IF I *MISS*, IT MEANS I'M JUST ANOTHER DUDE WITH A BOW.

IT MEANS I'VE BEEN FOOLING MYSELF THIS WHOLE TIME.

AND THAT'S WHY I NEVER MISS.

THUNK

LOOK, I UNDERSTAND WHAT YOU MEAN, EVEN I--

HOLD IT!

WE'VE GOT SOMETHING--

I'VE GOT A POSITIVE I.D. ON *SIDEWINDER*...

WAIT, WHY'S HE SMILING AT ME?

LOOK ALIVE, SPIDER-MAN!

WE DON'T HAVE TIME FOR THIS! SIDEWINDER'S GOT SOME SORT OF ***GRENADE LAUNCHER.*** THAT'S HOW HE'S GOING TO DELIVER THE GAS...

HE'S ***SEVEN HUNDRED*** YARDS AWAY!

YOU'VE GOT TO HOLD THESE GUYS OFF LONG ENOUGH TO GET ME A SHOT.

JUST GET ME MY SHOT!

WHAM

NO TIME FOR SHOW-BOATING, CLINT.

I'LL TAKE YOUR WORD FOR IT.

I CAN DO IT!

CHA-CHAK

SPIDER-MAN! YOU SON OF A--!

I!

AM!

TAKING!

MY!

SHHHH...

THWANG

SHOT!

I'M TAKING THE SHOT.

COME ON, PARKER...

ZZZZZZZZ

HUH?

THUNK

HA! FOOLISH HERO--

BAM!

DID I GET HIM?!

SPIDER-MAN! DID I GET HIM?!

SPIDER-MAN? WHAT'S THE SIT REP?

IS SIDEWINDER DOWN?!

COME ON! ANSWER ME!

FORGET IT, YA NERD! I'M ON MY WAY!

HA HA!

I GOT 'EM! HA! NAILED IT!

SORRY, PAL. TOO SLOW.

WHY ARE YOU AN AVENGER AGAIN?

NOW WE KNOW WHY CAP PUT US TOGETHER...

I GUESS HE DID KNOW WHAT HE WAS DOING, HUH?

YEAH...

I GUESS SO...

...BUDDY.

...HAVING COMPLETED HIS PAPER ROUTE IN RECORD TIME, *ROGER STEVENS* MAKES HIS WAY TO THE LOCAL GOVERNMENT BUILDING TO BUY *LIBERTY BONDS* WITH HIS PROFITS.

HELLO, SIR! I'D LIKE TO BUY SOME *LIBERTY BONDS*, PLEASE!

RIGHT AWAY, SON...

BUT HALFWAY THROUGH HIS PATRIOTIC TRANSACTION ROGER NOTICES SOMETHING ISN'T KOSHER!

HEY, THESE *LIBERTY BONDS* ARE COUNTERFEIT!

LIBERTY BONDS

YES THEY ARE, YOU PATRIOTIC STOOGE! NO ONE WILL SUPPORT THE WAR EFFORT WHILE I HAVE ANYTHING TO SAY ABOUT IT!

BUT LITTLE DOES THE CONNIVING CLERK KNOW THAT WITH THE TURN OF A PHRASE...

ROCKETS RED GLARE!

...ROGER STEVENS BECOMES *SIR SPANGLED, THE HUMAN TANK!*

HA! YOU FELL INTO MY TRAP, SIR SPANGLED! ONCE YOU'RE OUT OF THE WAY I'LL SELL ENOUGH PHONY *LIBERTY BONDS* TO DESTROY AMERICA'S CONFIDENCE!

NOTHING WILL STOP *GOOD* AMERICANS FROM PURCHASING *LIBERTY BONDS!*

THESE THUGS ARE IMMUNE TO MY POWERS! (THEY MUST BE COATED IN SALTPETER.) TIME TO CALL IN A LITTLE BACKUP!

LIBERTY BONDS

LIBERTY BONDS! GET 'EM, GIRL!

RUFF

I THINK I'M PICKING UP A SUBTEXT HERE...

Avengers Mansion.
SPIDER-WOMAN.
HAWKEYE.
WOLVERINE.
SPIDER-MAN.
TUESDAY.
...SOMETHING ABOUT *LIBERTY BONDS*, BUT I CAN'T QUITE PUT MY FINGER ON IT.
WHAT, YOU *DON'T* WORK LIBERTY BONDS INTO EVERY SENTENCE? I THINK THAT'S JUST HOW PEOPLE TALK.
LIBERTY BONDS.
THIS IS REALLY ONE OF CAP'S OLD COMIC BOOKS--LIBERTY BONDS--? LIKE, HE DREW THIS?
WROTE IT, TOO. INSOMUCH AS YOU CAN CALL THAT *WRITING*.
COME ON. YOU'RE NOT DONE.
LIBERTY BONDS.
OH, MAN. AND THE CHARACTER'S NAME IS ACTUALLY "*ROGER STEVENS.*"
THAT'S GOT TO BE EMBARRASSING...
WHAT'S EVERYONE LOOKING AT?

KOFF

CAPTAIN.

WHAT DO YOU HAVE THERE?

UHHHH... SOMETHING I WAS HOPING... I COULD GET SIGNED!

...HAVEN'T SEEN THESE IN A LONG TIME.

ARTICLE IN THE BUGLE SAYS SOME ANTIQUE HUNTER FOUND THEM IN YOUR OLD NEIGHBORHOOD. THEY SAY THEY'RE FROM YOUR ART SCHOOL DAYS... BEFORE YOU WERE, WELL, *YOU*.

YOU SEE, AT THE TIME *LIBERTY BONDS* WERE--

OH, WE GET IT.

END

THEY'RE AUCTIONING THE PAGES OFF. THEY'RE SAYING THEY'LL GO FOR A LOT OF MONEY, BUT IF YOU WANT THEM I BET THEY'D MAKE A DEAL...

NO... I WAS A KID WHEN I DREW THESE...AND I THINK WE'LL ALL AGREE IT WASN'T MY CALLING.

I GAVE IT UP A LONG TIME AGO...

THUNK

WHAT MADE YOU PUT DOWN THE PENCIL, CAP?

OH, YOU KNOW...

...STUFF.

BUT ENOUGH OF THAT.

AVENGERS. WE'VE GOT WORK TO DO. I'LL GET HULK AND MEET YOU IN THE MINIQUIN.

HEY, CAP. I THOUGHT YOUR COMIC WAS REALLY NEAT. WE WERE JUST HAVING FUN BACK THERE.

DON'T THINK TWICE ABOUT IT, SPIDER-MAN. IT'S ALL IN THE PAST.

HMMM...

HEH.

OH, MY GOD. DO YOU GUYS KNOW WHAT THIS MEANS? CAP'S A *NERD*.

COME ON, YOU HEARD THE MAN. WE'VE GOT WORK TO DO.

YOU DON'T GET IT. THIS IS HUGE. I'VE GOT SOMETHING IN COMMON WITH *CAPTAIN AMERICA*...

WHAT ARE YOU TALKING ABOUT?

I KNOW YOU GUYS ALL THINK OF ME AS *SPIDER-MAN* THE HANDSOME TOUGH GUY, BUT...AND I KNOW THIS WILL COME AS A SHOCK...

I'M ACTUALLY A *SCIENCE NERD*.

WHO ARE YOU?! THE CHAMELEON?! A SKRULL?! TALK, *IMPOSTER!*

HEY, YOU'RE THE ONE DRESSED IN AN OLD COSTUME!

HAHA. JUST KIDDING...

LIKE WE DIDN'T *KNOW* YOU WERE A GEEK.

REALLY FUNNY, GUYS.

WHY *ARE* YOU WEARING THAT?

LAUNDRY DAY.

Later.

THE *SERPENT SOCIETY* IS SHOWING SIGNS OF LIFE AGAIN.

TO WHAT EXTENT, WE DON'T KNOW, BUT WE DO KNOW THAT CHEMICALS USED TO CREATE COPPERHEAD'S *SNAKE GAS* HAVE BEEN DELIVERED TO THIS LOCATION.

THIS MISSION GAINED *PRIORITY* STATUS AFTER *SIDEWINDER* TRIED TO GAS *GRAND CENTRAL STATION* LAST WEEK. WE CAN THANK HAWKEYE AND SPIDER-MAN FOR STOPPING THAT.

IN AVENGING SPIDER-MAN #4 --S.W.

YOU'RE WELCOME, CAP!

YOU ALL RIGHT, SPIDER-MAN?

JUST WANT TO MAKE SURE I HEAR EVERYTHING. TOO CLOSE?

JUST A BIT.

SORRY.

ER...WE BELIEVE *COPPERHEAD*, ALONG WITH *ANACONDA* AND *COTTONMOUTH* ARE ON THE PREMISES. WE NEED TO TAKE THEM OUT *FAST*.

OKAY, AVENGERS, PAIR UP AND MOVE--

I CALL CAP!

OKAY, GUYS?

I'LL GO WITH CAP.

YEAH, FINE. WHATEVER.

WOW.

IT'S ALMOST EMBARRASSING.

EH, MAYBE HE'LL LOOSEN ROGERS UP A BIT.

BUT YEAH, EMBARRASSING.

TENT LOOKS PROMISING. WE'LL HIT THAT FIRST.

SOOOO... DID YOU GET BEAT UP A LOT?

EXCUSE ME?

YOU KNOW, IN HIGH SCHOOL.

I GUESS I DID.

YEAH, ME TOO.

THAT'S NICE--

EVERYONE PICK YOUR ENTRY POINT AND SET WATCHES. WE GO IN FIVE MINUTES.

In Five Minutes.

WE HAVE A PERIMETER BREACH! CALL FOR--

GARRK

SPIDER-MAN

THWIP

IT SOUNDED LIKE HE SAID, "CALL FOR GARRK."

WHO'S THIS "GARRK" GUY? HE SOUNDS PRETTY COOL.

GOT IT.

CLANG

CLANG

THUK

GUHHH--!

HNNK--!

I WAS A SCIENCE *NERD*, WHICH ISN'T THE SAME AS A COMIC *GEEK*, BUT THE VENN DIAGRAMS DEFINITELY HAVE SOME OVERLAP.

ALL I'M SAYING IS WE PROBABLY HAVE A LOT IN COMMON.

YOU SEEM TO BE TALKING A LOT.

WHA--NO... I MEAN, I TALK A LOT, BUT IT'S PART OF MY *STRATEGY*. DON'T WORRY ABOUT IT AFFECTING THE MISSION--

GYAARGH!

HOLY--!

COPPERHEAD!

TERRIBLE TIMING, DUDE!

T-TAKE HIM OUT, CAP!

I GOT HIM, SPIDER-MAN... JUST GIVE ME A COUPLE OF SECONDS...

A Couple Of Seconds Later.

SO DO YOU EVER WISH THE WHOLE "SUPER-SOLDIER SERUM" DIDN'T HAPPEN? I MEAN, I'D UNDERSTAND...

I'M NOT SURE I FOLLOW YOU.

WELL, YOU KNOW...YOU COULD HAVE BEEN A FAMOUS ARTIST. MAYBE YOU WOULD HAVE CREATED A CLASSIC CHARACTER...

I DON'T THINK SO. I WASN'T ANY GOOD AT THAT--

WOLVERINE, WHAT'S YOUR E.T.A.?

TEN SECONDS.

WELL, IF YOU EVER WANTED TO *SPIT-BALL* IDEAS, I'M ALWAYS HERE. I'VE READ MY SHARE OF *SCIENCE FICTION* AND I ALWAYS WANTED TO GIVE IT A SHOT.

HOW ABOUT WE MEET IN THE KITCHEN TOMORROW NIGHT AND GIVE IT A TRY?

UHHHH...

YOU TWO GOT YOUR MARK, EH?

LOOKS LIKE WE'RE THREE FOR THREE.

LET'S MOVE OUT, AVENGERS.

CAP, LET'S RECONNECT LATER AND--

NO MORE CHIT CHAT. WE'RE MOVING.

LOOKS LIKE YOU AND PATTON HERE DON'T HAVE AS MUCH IN COMMON AS YOU THOUGHT.

MAYBE...

MAYBE HE JUST NEEDS A REMINDER.

TA-DAH!

HOW MUCH DID YOU PAY FOR THIS?

DON'T WORRY ABOUT IT.

YOU SEE, I'VE GOT A WELL-PAYING JOB AT HORIZON LABS BECAUSE I FOLLOWED MY *PASSION.*

I THOUGHT THIS MIGHT WAKE YOURS UP--

STOP.

YOU DON'T LIKE IT?

THAT PAGE WAS DRAWN BY A KID.

A WEAK, SICK KID WHO THOUGHT THAT WAS THE ONLY WAY HE COULD HELP HIS COUNTRY...MAKE HIS MARK.

THAT WAS A FUTURE I WAS *SAVED* FROM. I DON'T DRAW ADVENTURES. I'M A SOLDIER.

I *HAVE* THEM.

THAT DOESN'T MEAN YOU HAVE TO LEAVE *EVERY-THING* BEHIND.

DO YOU STILL PLAY WITH YOUR FIRST CHEMISTRY SET?

NO...

WOULD YOU WANT TO GO BACK TO BEING A KID, NOSE IN A BOOK WHEN HE WASN'T BEING TOSSED AROUND BY BULLIES?

WOULD YOU WANT TO BE THAT KID AGAIN?

THAT'S A MOOT POINT, CAP.

BECAUSE I NEVER STOPPED.

I'LL GET RID OF THE DRAWING.

IT WAS A NICE THOU--

I DO THOUGH, YOU KNOW...

I DO PULL MY FIRST CHEMISTRY SET OUT FROM TIME TO TIME.

...DON'T KNOW WHY I LIED ABOUT THAT.

Avengers Mansion.

ONE GOOD THING ABOUT AVENGERS MEMBERSHIP...

SPIDER-MAN'S PERSONAL HQ KEEP OUT!

you are a GIANT DORK! — HAWKEYE

...IT MEANS FREE STORAGE WHEN YOUR AUNT MOVES TO BOSTON.

STUFF'S BEEN HERE FOR MONTHS.

HERE GOES NOTHING--

WALK TO THE INCINERATOR, DROP BOX, WALK AWAY. I CAN DO THIS.

CAP...

I WAS JUST THROWING THIS STUFF OUT. WASN'T GOING TO PLAY WITH IT, I SWEAR.

IF THIS IS A SURPRISE INSPECTION OF MY ROOM, I'LL TELL YOU RIGHT NOW, I'M NOT GOING TO PASS. IT'S A...*UHHH*...*KANG*-RELATED MESS.

AND THAT SMELL ISN'T ME. TRUTH IS, I THINK WOLVERINE *PEED* IN HERE SOME-WHERES.

SO WHAT'D YA THINK OF *THE BACHELOR*? PRETTY CRAZY, HUH?

ACTUALLY, I NEED YOUR HELP...

SAY WHAT NOW?

THOUGHT A LOT ABOUT WHAT YOU SAID...DECIDED TO DO SOME DOODLING. SEE IF I COULD CREATE A SUPER HERO THAT WASN'T AN INSENSITIVE IDIOT.

COULDN'T CRACK IT, THOUGH. I NEEDED SOME HELP.

BUT YOU WEREN'T IN THE KITCHEN TO BRAINSTORM LIKE YOU SAID YOU'D BE...

OH, RIGHT. *HEH.*

WOW, WHAT A *JERK* I WAS.

YEAH, ONE OF US WAS, FOR SURE. PROBABLY NOT *CAPTAIN AMERICA*, THOUGH.

SO, WILL YOU TAKE A LOOK AT WHAT I'VE GOT?

HEY! WHO WEBBED UP MY LAUNDRY?

WENT A LITTLE CRAZY ON THE CROSS HATCHING, HUH?

SAW A LOT OF THAT ONLINE...DON'T THINK I PULLED IT OFF.

SO DOES THIS GUY FLY, OR--

YEAH, HE DOES, BUT I DIDN'T KNOW IF WINGS WERE APPROPRIATE.

I WOULDN'T HATE SEEING WINGS.

DONE. WHAT ELSE.

IS HE WEARING A WATCH?

NOT "*HIP*"? WHAT IF IT WAS DIGITAL?

IT'S 2012. LOSE THE WATCH.

I HAVE TO SAY, THIS IS COMING BACK TO ME...

HOW DO YOU KNOW IT EVER LEFT?

PARKER

DEDICATED TO THE MEMORY OF *JOE SIMON.*

AVENGING SPIDER-MAN #1 VARIANT BY **JOE QUESADA, DANNY MIKI & RICHARD ISANOVE**

AVENGING SPIDER-MAN #1 VARIANT BY
HUMBERTO RAMOS & EDGAR DELGADO

AVENGING SPIDER-MAN #1 VARIANT BY
J. SCOTT CAMPBELL & EDGAR DELGADO

PREVIOUSLY...

Daredevil came into possession of the Omega Drive, which contains terabytes of information about every criminal organization in existence, including A.I.M., Hydra, Black Spectre, Agence Byzantine and the Secret Empire. Now everyone wants the drive ... including the Punisher!

6

"THE OMEGA EFFECT" PART 1

NINJAS TRYING TO STAB ME.

THIS IS WHAT I GET FOR BEING *HELPFUL*.

IT BEGAN WITH *REED RICHARDS* ASKING FOR A *FAVOR.*

YOU RANG?

YOU HAVE A RELATIONSHIP WITH DAREDEVIL.

I DON'T KISS AND TELL.

A *PROFESSIONAL* RELATIONSHIP. HE'S MORE LIKELY TO LISTEN TO YOU THAN TO MOST OTHERS, WOULDN'T YOU SAY?

BY A SLIM MARGIN, PROBABLY. WHY?

YESTERDAY, HE CAME TO ME WITH SOMETHING *ASTOUNDING*: A *DATA DRIVE* BUILT FROM THE UNSTABLE MOLECULES OF AN OLD *FANTASTIC FOUR* COSTUME TORN IN BATTLE.

PROBABLY *JOHNNY'S*-- HE'S THE WORST AT CLEANING UP AFTER HIMSELF.

WOW. DARE I ASK WHAT THAT DRIVE *CONTAINS?*

REALLY, NINJA DUDES? YOU'RE DEDICATED ENOUGH TO FOLLOW ME *FIFTY STORIES?*

+SIGH+

FINE. HERE. DON'T THANK ME ALL AT *ONCE*.

THWIP

THWIP

ONE ENGINEERED FROM *UNSTABLE MOLECULES?* WHATEVER IT *WANTS*. IT HAS *LIMITLESS CAPACITY* AND REDUNDANT SELF-HEALING *FIREWALLS*.

AND--SAYS DAREDEVIL--CRITICAL ORGANIZATIONAL AND FINANCIAL DATA ON FIVE OF THE WORLD'S MOST POWERFUL *CRIME CARTELS*.

HYDRA? A.I.M.?

AND OTHERS. HE HAD ME PULL THE DATA ON *BLACK SPECTRE* FOR HIM.

"AND THEN HE GAVE THE DRIVE *BACK* TO YOU BECAUSE IT'S TECHNICALLY YOURS."

IN FACT, THE *OPPOSITE*. I TURNED AND HE WAS *GONE*.

HE TOOK ADVANTAGE OF THE FACT THAT I CAN'T ABANDON THIS *EXPERIMENT* WITHOUT DESTROYING A NEIGHBORING *UNIVERSE*.

BUT I *CAN*. LEAVE THE LAB, *NOT* INADVERTENTLY DESTROY A UNIVERSE.

I'LL LOOK INTO IT. BACK SOON.

PETER, BE *CAREFUL*.

"IF THE REST OF THE UNDERWORLD HAS LEARNED OF THAT DRIVE'S *EXISTENCE*...

"...HEAVY HITTERS ARE ALREADY ON ITS *TRAIL*."

SWELL. NINJAS OF THE *HAND*. WHY YOU GOTSTA BE *RIGHT* ALLA TIME, REED...?

THEY WERE SCOPING OUT DAREDEVIL'S *OFFICES* FROM A NEIGHBORING *ROOFTOP*.

WHICH THEY CAN *DO* BECAUSE DAREDEVIL--A.K.A. ATTORNEY *MATT MURDOCK*--HAS THE WORST-KEPT SECRET IDENTITY SINCE *HANNAH MONTANA*.

AND, MAN, WHATEVER YOU'RE DOING RIGHT NOW THAT DOESN'T INVOLVE *FIGHTING NINJAS*, DD...

...I HOPE YOU'RE HAVING A BETTER NIGHT THAN *I* AM.

MURDOCK.

LITTLE *LATE* FOR A VISIT, FRANK.

EVEN *IF* YOU'RE PACKING A *BOTTLE* OF RYE *INSTEAD* OF A GUN.

AND IT'S THE *GOOD* STUFF.

YOU *WANT* SOMETHING.

WHO'S YOUR *FRIEND*, FRANK?

WHAT?

THE WHISKEY *ALMOST* HIDES IT. BUT IT'S THERE, BENEATH THE SCENT OF *STERILE* GAUZE.

RASPBERRY AND JOJOBA OIL...

...NOT THE SHAMPOO I'D EXPECT FROM YOU.

DO I GET TO MEET HER?

YOU HAVE A *PROBLEM*, MURDOCK.

I CAN *SOLVE* IT.

THE WAY YOU SOLVE ALL OF YOUR *PROBLEMS?*

I DON'T *THINK* SO.

EVERYONE KNOWS YOU HAVE THE DRIVE.

THEY'LL *KILL* YOU TO GET IT.

I CAN *USE* IT. I CAN *HURT* THEM WITH IT. I CAN KEEP IT *SAFE*.

GIVE IT TO ME.

YOU CAN *USE* IT, FRANK? YOU'D *USE* IT TO *KILL* PEOPLE.

ASIDE FROM THE *MORAL* OBJECTION, THAT'D MAKE ME AN *ACCESSORY*.

YOU CAN KEEP IT *SAFE*?

RIGHT *NOW*, IT'S AS *SAFE* AS IT'S GOING TO *GET*.

IT'S A *GOOD* TRY, FRANK.

A *SOCIAL* CALL. *BOOZE* TO TRY AND *MUDDY* MY SENSES.

BUT I *KNOW* A SETUP WHEN I SEE ONE.

YOU'RE *BLIND*, MURDOCK.

NOW.

KLH

FWOOOOM

TNK

TUNK

BOOOM

AHH!

NO.

AND *RUDE*, BY THE WAY.

JOJOBA OIL. NICE TO *MEET* YOU.

YOU'RE GOING TO *SHOOT* ME FOR--

--YOU *HEAR* THAT?

MAGOO!

HEY, APOLOGIES FOR THE *DAMAGE*...

...KINDA IN A *HURRY* WHAT WITH THE NINJAS AND ALL--

WAIT!

OF COURSE...THE PUNISHER...

...AND HE'S BROUGHT A FRIEND.

WHO'S A GIRL.

DON'T SAY IT RESIST THE URGE HE'LL KILL YOU DON'T DON'T--

SO I SEE YOU'VE STARTED DATING AGAIN.

STUPID MOUTH--!

WE HAVE A PROBLEM.

SAVED BY THE DEVIL.

YES! THAT! EXACTLY THAT!!!

I DON'T THINK THEY'RE HERE TO DO THE WINDOWS...

...BUT IT CAN'T HURT TO *ASK*, RIGHT?

FALL *BACK*...

...*ENFILADE* ON THE CHOKEPOINT.

AYE, AYE.

WAIT, WAIT, WAIT--

--NO KILLING, *NOBODY* DIES--

EVERYBODY DIES, KID.

SOMETIMES YOU EVEN GET TO PICK *WHEN*.

SCARY MAN IS *SCARY*.

ALSO *CRAZY*.

YOU WANT ACCESS TO THE OMEGA-DRIVE?

YOU FOLLOW SPIDEY'S *RULES*.

ALSO HAS A *PARTNER*.

WE'RE GETTING *OUT* OF HERE.

WE ARE? OH, GOOD.

FORM ON ME.

SO THE QUESTION IS, HIS *PARTNER*--

PUNISHERETTE? *NAH*--

--IS SHE AS *CRAZY* AS HE IS?

ANSWER: SHE JUST JUMPED OUT THE WINDOW *AFTER* HIM.

SO YES. YES, SHE IS.

OH, SO *MUCH* CRAZY.

KRAKKRAK KRAK

KRAK

KRAK KRAK KRAK

SO, DOES THE HAND HAVE DENTAL?

DAREDEVIL I CAN *TRUST* TO DO THE *RIGHT* THING, NO QUESTION.

AND *EVERYONE* AFTER THIS *OMEGA DRIVE.*

BUT THE *PUNISHER?* *TWO* PUNISHERS?

(ONE PUNISHER, ONE...PUNISHINNI? PUNISHELLA?)

NOBODY DIES WHILE I'M *AROUND.*

THIS MIGHT BE A GOOD TIME TO CONSIDER EARLY *RETIREMENT.*

NOBODY.

SO, BEEN PUNISHING LONG?

I'M SPIDER-MAN, BY THE WAY. IN CASE YOU WEREN'T SURE. OR ANYTHING.

MHM.

TWO MINUTES LATER, THE MATH RESULTS ARE IN.

NINJAS
+ BULLETS
- KNEECAPS
ROUT.

RELOADING. HOW MANY *MORE?*

MY *SPIDER-SENSE* ISN'T KICKING ME IN THE TEMPLE ANYMORE, WHICH GENERALLY MEANS WE'RE *SAFE.*

DD, CAN I GET A RADAR-VISION *CONFIRMATION?*

360 DEGREES *CLEAR.* SIRENS APPROACHING. WEB UP THE *STRAGGLERS* TO LEAVE A TIDY *PACKAGE...*

"...AND LET'S GO *SETTLE* THIS."

...WHAHUBBA? YOU DID *WHAT* NOW?

YOU GAVE MEGACRIME A *DEADLINE?*

YOU DO REALIZE THAT WORD STARTS WITH "*DEAD,*" RIGHT?

YEAH. I ALSO REALIZE THAT ALL STRATEGIES REQUIRE *FLEXIBILITY.* RIGHT, FRANK?

GRUNT

I DON'T LIKE IT WHEN YOU AND I AGREE, BUT THERE YOU GO. ALSO, YOU OWE ME ONE OFFICE CEILING.

LISTEN, THE ONLY REASON I'VE BEEN ABLE TO KEEP THE OMEGA DRIVE FROM HYDRA AND THE OTHER MEGACRIME CARTELS THIS LONG--

"--IS BECAUSE *ONE* OF THEM HAS TO FIGURE OUT HOW TO TAKE IT WITHOUT STARTING A *GLOBAL GANG WAR* WITH THE *OTHERS.*

"AND I GOT TIRED OF *WAITING.* SO I BROUGHT DOWN *BLACK SPECTRE* RIGHT IN *FRONT* OF THEM ALL...

"...AND CONFESSED THAT I WAS GETTING AN ITCHY *TRIGGER FINGER.*"

SO PHASE *ONE* WAS TO *FORCE* CONTACT.

WHAT WAS PHASE *TWO?*

IMPROVISE.

TYPICAL.

BLACK SPECTRE HAD A *LEAVE BEHIND.*

MADE *CERTAIN* EVERYONE FROM THE *HAND* TO *ZODIAC* KNEW YOU HAD THE *DRIVE*--

--THUS PAINTING A *GIANT TARGET* ON THE *MAN WITHOUT FEAR.*

FOR THE LOVE OF GOD, MATTY, WHY DIDN'T YOU JUST HAND THE DRIVE OVER TO S.H.I.E.L.D. OR THE *AVENGERS* OR--

INSURANCE. WHILE I *HAVE* IT, MEGACRIME WON'T DARE COME AFTER MATT MURDOCK'S *FRIENDS* OR *COWORKERS.*

SURE THEY WILL. THEY *ALWAYS* WILL. THEY WILL *ALWAYS* MAKE THE *INNOCENT* PAY.

AND YOU'RE A *FOOL* TO THINK *OTHERWISE.*

THAT'S ENOUGH, COLE.

ALVES.

COLE... ALVES...?

AND THE *LIGHT BULB* GOES *ON* OVER MY *HEAD...*

DAILY

NEW YORK'S FINEST DAILY NEWSPA

SIDE: ROX STOX ON THE RISE; URICH ON JAMESON'S FA
WINTERS ON PUNISHER COPYCAT; RUMOR: METS CON

WEDDING DAY MASSACRE CLAIMS 29

MARINE SGT. RACHEL COLE-ALVES IN CRITICAL CONDITION AFTER HUSBAND OF TWO HOURS MURDERED...

...ONE WAY TO DEAL WITH *GRIEF,* I GUESS...

YOU WANT TO *SOLVE* YOUR PROBLEM?

GIVE ME THE *DRIVE.*

GIVING IT TO *YOU* IS LIKE GIVING A *FLAME-THROWER* TO A *PYROMANIAC.*

NO OFFENSE.

TO PYROMANIACS.

THE *AVENGERS,* MATT. REED'LL UNDERSTAND.

"BESIDES, WHAT'S HE GOING TO DO WITH IT? THAT THING'S NOT, LIKE, USB. IT'S FIREWALLED AND COPY-PROTECTED TO A *SUBATOMIC LEVEL*, RIGHT?"

"YOU KNOW NOT TO UNDERESTIMATE ME."

"SHUT UP AND FOLLOW THIS OUT. EVEN *STILL*, ONLY SOMEONE LIKE *REED* HAS *READY* ACCESS TO MINE THE DRIVE, YES?

"HE WOULD HAVE PULLED ALL THE DATA FROM IT--NOT JUST LAME DUCK *BLACK SPECTRE'S*--HAD YOU ASKED."

THERE WASN'T TIME. STILL ISN'T. BUT THERE WAS *SOME* OVERLAPPING INFO ON THE OTHER CARTELS.

PERFECT. AND *NONE* OF US PLAYS *DEFENSE* BETTER THAN *OFFENSE*, CORRECT?

YOUR *IDEA* OF *OFFENSE* IS--

WAIT, YOU'RE SUGGESTING A *COORDINATED* PLAN OF *ATTACK*?

ON THE NOSEY, LITTLE POSEY. DD GIVES DEATH WISH 1-THROUGH-400 HERE THE INTEL...

...YOU TWO LEAD US STRAIGHT INTO THE *LIONS' DEN.*

WHILE REED'S GIZMOS PREP FOR *DOWNLOAD*, WE CAN KEEP *MEGA-CRIME* TOO *BUSY* TO STRIKE AT *DAREDEVIL*--

OH, I LIKE THIS.

--BY RUNNING THE NOISIEST *THREE-MAN-AND-ONE-WOMAN BLITZ* OF ALL *TIME.*

NO...

I THINK YOU MEAN "*YES.*" OTHERWISE, YOU'RE PASSING UP THE CHANCE TO HIT FOUR CRIME CARTELS *ALL BEFORE DAWN.*

...

WE'LL NEED FORTY MINUTES TO PREP THE ACTION.

WITH *ZERO FATALITIES?*

FORTY-FIVE.

THEN THAT'S THE *PLAY*. ONE NIGHT OF *CHAOS*, DRAW *ALL* OF MEGACRIME INTO THE OPEN--

--AND THEN, VERY *SHOWILY* AND VERY *DEFINITIVELY*, *DESTROY* THE OMEGA-DRIVE BEFORE THEIR *VERY EYES*--

--RETURNING YOUR LIFE TO WHATEVER THE HELL YOU CALL *NORMAL*.

DESTROY IT? THEN WHAT DO *I* GET OUT OF THIS?

WHAT DO ANY OF US GET OUT OF THE JOB, YOU--?

JUST TAKE THE *BARGAIN*, FRANK.

UNLESS YOU'RE *AFRAID*.

MEET US AT THIS ADDRESS IN ONE HOUR. BE READY FOR A LONG NIGHT.

I'M ALREADY REGRETTING THIS.

KNOW HOW YOU CAN TELL WE'RE FRIENDS, MAGOO?

HOW?

BECAUSE IN ORDER TO SAVE YOUR HIDE, I JUST TEAMED UP WITH THE *PUNISHER*.

AVENGING SPIDER-MAN #6, PUNISHER #10 & DAREDEVIL #11
COMBINED VARIANTS BY **ADI GRANOV**

THE PUNISHER 10

"THE OMEGA EFFECT" PART 2

"REED DOESN'T *MIND* YOU DOING THIS?"

"I'M DOING *SCIENCE*, HORNHEAD. REED *LOVES* IT WHEN I DO *SCIENCE*."

OKAY, WHEN I SAY SO, HIT THE *RED* BUTTON.

AND WHICH ONE WOULD *THAT* BE?

SORRY, I MEAN THE *BIG* ONE IN THE *MIDDLE*.

HOPE I GOT THIS *RIGHT*...

"...OTHERWISE I'LL FRY EVERY *ELECTRONIC* SOUTH OF THE 45TH PARALLEL..."

THAT DOES IT?

THAT WAS JUST A *DATA SCRAPE*, WE CAN GIVE THE INFORMATION TO KILLER AND KILLETTE.

ONE MORE *PROBLEM*, THEN...

"...THE DRIVE'S CONSTRUCTED FROM *UNSTABLE MOLECULES*. HOW DO YOU *DESTROY* THAT?"

"ASIDE FROM *VERY CAREFULLY*, YOU MEAN?"

"YES, THAT."

GOT IT COVERED, MAGOO.

"YOU DO REALIZE WHAT WE'RE DOING IS LIKE JUGGLING LIVE *GRENADES* WHILE DANCING THE TARANTELLA IN A LION CAGE WHILE WEARING A *MEAT* DRESS, RIGHT?"

"YOU'RE ONLY SAYING THAT BECAUSE WORKING WITH CASTLE MAKES IT HARD TO KEEP "FRIENDLY" IN "FRIENDLY NEIGHBORHOOD *SPIDER-MAN.*"

"WORKING WITH THE *PUNISHER* PUTS THE 'IN' IN *INSANE...*"

...I JUST SAID "IN" THREE TIMES IN A ROW.

TWICE, TECHNICALLY.

THANKS, TEACH.

HERE'S THE *PROBLEM...*

...IF YOU THINK CASTLE CAN BE *TRUSTED*, YOU'RE NOT THE MAN WITHOUT *FEAR*, YOU'RE THE MAN WITHOUT *SENSE...*

"...YOU'VE GOT HYDRA, A.I.M., THE HAND--

"--HECK, GIRL SCOUT TROOP 107 FROM MONTAUK, MAYBE--"

R. BBER 9MM QUALITY AMMUNITION

--ALL CHASING AFTER THAT THING AROUND YOUR *NECK*, AND YOU TURN TO THE *PUNISHER?*

HE DOESN'T WANT TO HELP US *DESTROY* IT, HE WANTS TO KEEP IT FOR *HIMSELF*, USE IT FOR *HIMSELF!*

THE *DRIVE* HAS TO BE *DESTROYED* WHERE EVERYONE WHO *WANTS* IT CAN SEE. *CASTLE* CAN MAKE THAT HAPPEN...

"...*AND* MAKE SURE WE ALL *LIVE* THROUGH THE EXPERIENCE, TOO."

RUBBER BUCKSHOT ROUND

WITHOUT *KILLING* ANYONE?

WE'LL MAKE SURE HE *DOESN'T.*

HOW FAST ARE THEY COMING, MA'AM?

⇒WHUFF⇐---
TWO---⇒WHUFF⇐---
MINUTES--
⇒WHUFF⇐---
OWOWOW--

WE'RE GOING TO HAVE TO DO THIS *HERE.*

SERIOUSLY? *SERIOUSLY?*

"DON'T LISTEN TO HIM, JUST KEEP *BREATHING.* BABY'S DOING *FINE,* NICE STRONG *HEARTBEAT."*

AND WHAT DO I DO? WEB UP A *BASSINET?*

YOU JUST STAY *AWAY* FROM HER!

A *GUY* DRESSED LIKE THE *DEVIL* IS DELIVERING YOUR WIFE'S *BABY,* BUT *I'M* THE PROBLEM?!

HE'S A *HERO!* YOU'RE A-- A--

"--A GIANT FREAKIN' *SPIDER!"*

I'M ONLY *DRESSED* LIKE A GIANT SPIDER. A *REAL* GIANT SPIDER WOULD HAVE *EIGHT* LEGS! *COUNT* THEM, I'VE GOT *TWO*...

BAH...WHY DO I EVEN *BOTHER?*

OKAY, HERE WE *GO*...

"...YOU KNOW WHAT YOU NEED TO DO..."

IS...I'M... IT'S...

A GIRL. YOUR *DAUGHTER.*

HEY, WEBHEAD, HOW ABOUT A *BLANKET*...?

WAAAAHHH

"...SOMETHING TO KEEP THIS LADY *SAFE* AND WARM..."

...SO BEAUTIFUL...

LIKE HER MOTHER.

OOOKAY...

...DAREDEVIL...THAT'S NOT SUCH A *BAD* NAME FOR A GIRL, REALLY...

...WE COULD CALL HER "DARE" FOR SHORT...

"...DON'T WE HAVE SOME-WHERE TO BE?"

YOU'RE LATE.

HE HAD TO DELIVER A BABY.

AND NO, I'M NOT MAKING THAT UP.

WE'VE GOT A TARGET LIST FOR YOU, EVERYTHING YOU'LL NEED TO IMPLEMENT THE PLAN.

YOU COULD JUST *GIVE* THAT TO ME. LET ME USE IT *MY* WAY.

YOUR WAY? YOUR WAY IS *BLOOD* AND *BODY PARTS*, YOU--

WE'VE BEEN OVER THIS, CASTLE, THE ANSWER IS *NO*.

A.I.M. HYDRA. THE HAND...

...THE *EXCHANGE*, I COULD *SCOUR* THEM FROM THIS *CITY*.

INFORMATION IS *POWER*, FRANK. THE DRIVE HOLDS MORE POWER THAN ANY ONE PERSON SHOULD COMMAND.

YOU DON'T KNOW WHAT *DAMAGE* YOU COULD DO, EVEN *UNINTENTIONALLY*. YOU'VE ALWAYS TARGETED THOSE YOU PERCEIVE AS *GUILTY*.

THIS WOULD CLAIM *INNOCENTS* AS WELL.

THE ANSWER IS THE *SAME*.

THE ANSWER IS *NO*.

NOW MAKE YOUR PLAN AND LET'S GET TO WORK.

I FIND A GOOD PLAN HAS BALLOONS IN IT.

ARE YOU GOING TO PUT BALLOONS IN IT?

SERGEANT COLE.

OR CAKE? CAKE HELPS. EVERYBODY LIKES CAKE...

SPIDER-MAN TOLD ME WHO YOU ARE.

TOLD ME WHAT HAPPENED ON YOUR WEDDING DAY TO YOUR HUSBAND, YOUR FAMILIES...

"...TWENTY-NINE DEAD AND YOU WERE ALMOST NUMBER THIRTY..."

YOU DON'T WANT SYMPATHY, I UNDERSTAND THAT.

BUT I HEARD YOUR *HEART* RACE WHEN CASTLE MENTIONED THE *EXCHANGE.*

IT DOESN'T TAKE MUCH TO KNOW WHAT YOU *DO* WANT. YOU'RE PARTNERING WITH THE *PUNISHER,* AFTER ALL...

...BUT REVENGE ISN'T *JUSTICE,* SERGEANT COLE.

DON'T FOLLOW HIS *PATH.*

ALVES.

I TOOK MY *HUSBAND'S* NAME.

...I JUST DON'T SEE YOUR OBJECTION TO *CAKE*. DO YOU *PUNISH* CAKE OR IS IT JUST A PRINCIPLED STANCE?

SHUT UP.

WORKING IN TWO ELEMENTS INITIALLY, SIMULTANEOUS STRIKES.

COLE AND SPIDER-MAN ARE FIRST ELEMENT, DAREDEVIL AND I--

YEAH, UH, *NO.*

WHAT?

I'VE BEEN WATCHING YOU *DROOL* WHENEVER YOU CATCH SIGHT OF HORNHEAD'S NEW *NECKLACE.*

YOU THINK I'M GOING TO LEAVE YOU *ALONE* WITH HIM SO YOU CAN *STEAL* IT, YOU'VE GOT ANOTHER THING *COMING.*

-KOFF- SIR.

FINE. COLE AND DAREDEVIL ARE THE FIRST ELEMENT...

"...SPIDER-MAN AND I ARE THE SECOND."

JUST BE GLAD YOU GUYS AREN'T CAKE!

"OBJECTIVE: DISRUPT AND DESTROY TARGETED OPERATIONS..."

BEHIND YOU!

HEY! WHERE'S MY GAS MASK?

"...BUT LEAVE ENEMY *COMMUNICATIONS* INTACT TO SPREAD THE MESSAGE..."

"...LOUD AND CLEAR...

"...WHERE, WHEN, AND WHAT..."

GRAND CENTRAL 3AM OMEGA DRIVE

THAT ONE, THERE.

NICE TRY PLAYING POSSUM, MY FRIEND...

...GOT A *MESSAGE* FOR YOUR *SUPERIORS*...

...IF THEY WANT *THIS*, THEY'LL BE AT GRAND CENTRAL AT THREE A.M.

THEY DON'T WANT TO BE *LATE*. GOT IT?

GOT IT.

THEN GET OUT OF HERE AND SPREAD THE WORD--

NO.

SERGEANT--

RUBBER BULLET BE DAMNED, I PUT ONE IN HIS *EYE*...

...DO THE *JOB* AS WELL AS A *FMJ*.

HE'S GOT TO *PASS* THE *MESSAGE*.

HE'S *EXCHANGE*.

HE HAS TO *DIE*.

LET ME DO THIS.
THAT I *CAN'T* DO.
AND THIS YOU *SHOULDN'T* DO.
NO.
THIS I *HAVE* TO DO.
THIS IS THE PUNISHER'S *WAY*, IT DOESN'T HAVE TO BE *YOURS*, SERGEANT.
I FAILED HIM, I COULDN'T *HELP* HIM...
BUT LET ME HELP *YOU*.
LISTEN TO HIM!
YOU KILL THIS MAN, IT'S *MURDER*...
YOU BECOME LIKE HIM, LIKE THE PEOPLE WHO *STOLE* HAPPINESS FROM YOU.
YOU DON'T KNOW.
I *DO* KNOW. YOU'RE A *SOLDIER* AND YOU'VE LOST THE PEOPLE YOU *LOVE*.
I KNOW THIS IS THE ONLY WAY YOU CAN SEE TO MAKE IT *BETTER*.
BUT WOULD THEY WANT THEIR *LEGACY*...
...TO BE *MURDER*?

YOU HEARD HIM.

GET THE HELL OUT OF HERE.

THAT WASN'T *EASY*...

...BUT YOU MADE THE *RIGHT* CHOICE.

HOW MANY YOU FIGURE ARE GOING TO SHOW *UP* FOR THIS? HOW MANY DID YOU *PLAN* FOR?

I MEAN, IF *EACH* GROUP SENDS MAYBE TEN GUYS, THAT'S AT LEAST *FIFTY.*

PROVIDING THEY ALL PLAY NICE AND DON'T ATTACK EACH OTHER FIRST, THAT'S *FIFTY* GUYS WE'LL HAVE TO TAKE CARE OF.

FIFTY GUYS WHO ABSOLUTELY *WON'T* WANT MAGOO TO TURN THE OMEGA DRIVE INTO *SCRAP.*

FIFTY *REALLY* MOTIVATED GUYS.

SO THIS *PLAN* OF YOURS, IT BETTER BE A *GOOD* ONE, THAT'S WHAT I'M SAYING.

I'M GLAD WE HAD THIS *TALK,* FRANK.

I REALLY *CHERISH* OUR LITTLE *CHATS--*

THEY'RE COMING.

INSIDE.

WE TAKE THE *HIGH* GROUND, BOTH SIDES OF THE TERMINAL. GOOD OVERWATCH, GOOD FIELD OF FIRE.

SPIDER-MAN AND ME ON ONE SIDE, DAREDEVIL AND COLE ON THE OTHER...

"...ANYONE DOES ANYTHING WE DON'T LIKE, WE'LL SEE IT COMING...

"...AND WE'LL STOP IT."

WHY IS IT THAT WHEN HE SAYS "*STOP*," I ALWAYS HEAR "KILL?"

HE'S KEPT HIS WORD SO FAR.

AND HE'LL KEEP DOING IT, RIGHT UNTIL HE *BREAKS* IT.

YOU TWO GOING TO BE OKAY UP HERE?

WE'RE GOOD.

AWESOME-SAUCE...

...THEN I'LL GO BACK TO BABYSITTING SIR TALKS-A-LOT.

HEY, HONEY. MISS ME?

I WASN'T *AIMING* AT YOU.

WAIT, DID YOU JUST--

INCOMING...

...YOUR SHOW, NOW, DAREDEVIL...

I HAVE SOMETHING YOU ALL WANT...

...EVERY SECRET YOU HAVE, IT'S HERE.

EVERY SECRET YOUR ENEMIES HAVE, IT'S HERE.

JUST KNOWING THE OMEGA DRIVE EXISTS IS ENOUGH TO TURN ALL OF YOU INSIDE OUT WITH FEAR.

AND THAT FEAR NOW CONTROLS YOU. YOU'LL DO ANYTHING TO GET THIS BACK, TO KEEP IT FROM YOUR ADVERSARIES AND FROM EACH OTHER...

...BECAUSE YOU KNOW WHOEVER CAN ACCESS WHAT'S STORED HERE...

...HE CAN DESTROY EVERY LAST ONE OF YOU UTTERLY.

TAKE YOUR READINGS, YOU'LL SEE THE ENERGY SIGNATURE CONFIRMS THAT I'M TELLING THE TRUTH...

THIS IS THE REAL THING. THIS IS THE OMEGA DRIVE...

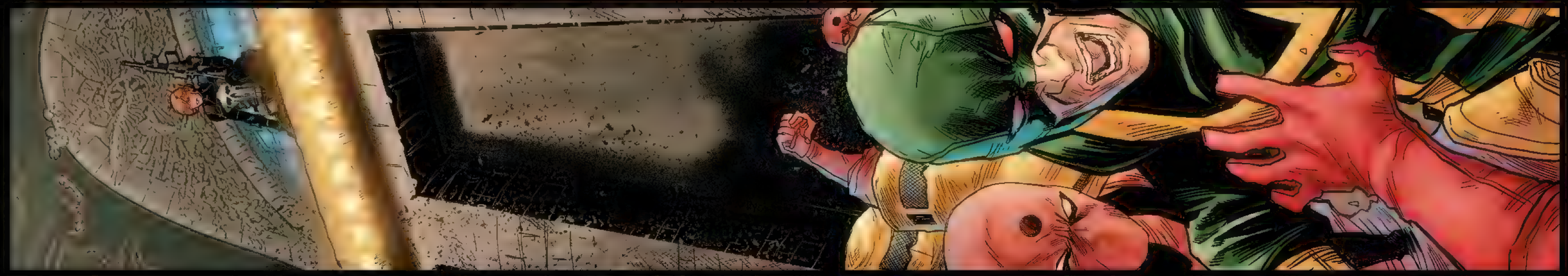
...AND BECAUSE NONE OF YOU CAN PLAY NICE, I'VE MADE AN EXECUTIVE DECISION...

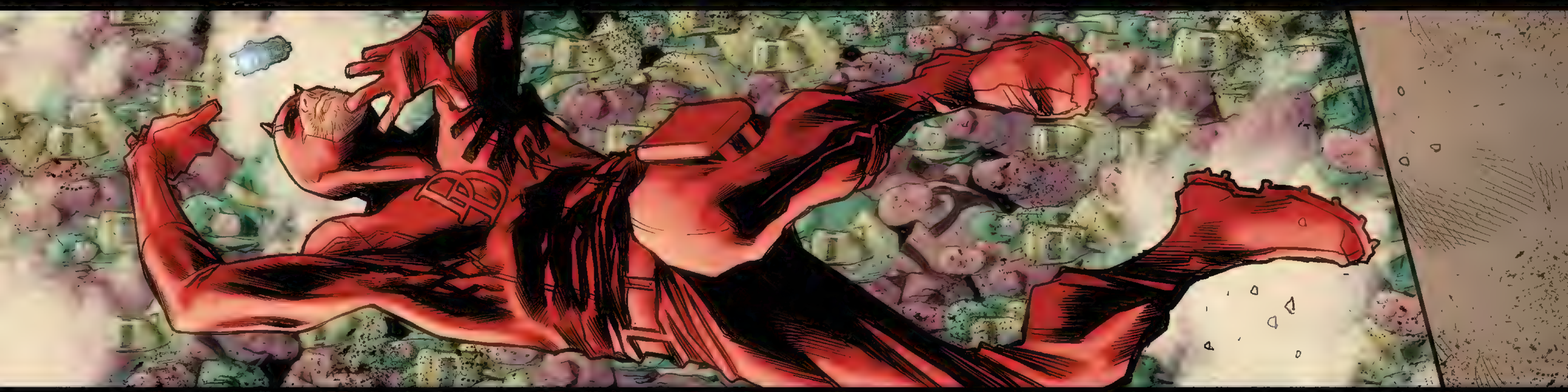
TO TAKE IT OUT OF PLAY ONCE AND FOR--

THUP

UP

-NGH-





DAREDEVIL II

"THE OMEGA EFFECT" PART 3

A long time ago, I met a man named *Frank Castle.*

We never got along.

It wasn't his goals I objected to--

--he and I both fought *crime* and *criminals*, we had *that* in common--

--but as you'd expect from a man called "*The Punisher*," his *methods* tended toward the despicably *violent*.

Despite a bitter enmity, circumstances have forced us into a temporary *alliance*. Spider-Man...

...*Frank*...

...his new accomplice, *Cole* and I are working an elaborate *sting* on the strict condition that Frank forgo *killing*, just for *tonight*.

It eats me alive that one night's the best I can *bargain* for. Once, years ago, I went all-out to pull Frank back from the edge before he went over. I was too late.

But sometimes... just sometimes...

...you get a second chance.

GRAND CENTRAL STATION,
3:00 A.M.

Even blind, I can see tomorrow's headline.

"Daredevil Found Dead On Floor Of Grand Central.

"Cause of Death:

"Unbelievable Arrogance."

WHERE'S THE DRIVE?

TELL US WHERE IT IS

DARE KEEP IT FROM HYDRA

HNNNNGH!

BYZANTINE LAYS CLAIM

SAW IT FALL

MUST BE HERE

HAIL HYDRA!

KILL HIM! KILL HIM!

Lured all of *Megacrime*... into a *trap*...

...used the *Omega Drive* as *bait*...

...cocky *idiot*...

...where's...

...where's my *backup*...?

BACK, YOU ANIMALS! BACK!

YOU BREAK HIM, YOU *BOUGHT* HIM!

NICE *FOOTWORK* DOWN THERE, MAGOO.

I DIDN'T =GNNH= *FALL*. I WAS SHOT FROM *BEHIND*.

I SEE NO *WOUNDS*. BUT TRUST THE *SPIDER-SENSE--THAT* CROWD ISN'T USING *RUBBER BULLETS* LIKE *FRANK* HERE OR LIKE--

--COLE--

--HEY, *PUNISHER*--

--WHERE'S YOUR *SIDEKICK?*

NOT "*SIDEKICK.*" *ALLY.*

UNTIL ABOUT TWENTY SECONDS AGO.

WHEN SHE *WHAT?*

AMBUSHED DAREDEVIL, GRABBED THE OMEGA DRIVE FOR *HERSELF*, AND TOOK *OFF.*

TELL ME YOU'RE *KIDDING!* DID YOU SEE WHICH WAY SHE *RAN?*

TOO BUSY COVERING *YOUR* ASS.

I MAY AS WELL TELL YOU NOW: I ALWAYS THOUGHT YOUR PART OF THIS PLAN WAS STUPID.

ALSO, *IMPOSSIBLE* NOW.

THE GUN I BUILT YOU TO OBLITERATE THE OMEGADRIVE SO MEGACRIME'LL STOP *HOUNDING* YOU FOR IT?

"IT DIDN'T SURVIVE THE *STAMPEDE.*"

I REPEAT: NOT MY *RESPONSIBILITY.*

DOES ANYBODY HAVE ANY *GOOD* NEWS?

MY HICCUPS ARE GONE.

WRITE AN *OPERA.* COLE REALLY HAS NO CLUE HOW MUCH SHE'S PUT HERSELF AT RISK.

NICE *MENTORING,* FRANK.

THWIP THWIP

THWIP THWIP

AND, I'M GUESSING, NO IDEA WHERE SHE WENT.

CORRECT.

THEN WE SPLIT UP AND FIND HER. SHE CAN'T HAVE GOTTEN FAR ON FOOT. SPIDEY, YOU CHECK OUTSIDE, I'LL CHECK *IN.* FRANK, COVER OUR EXIT AND ENJOY THE FREE TARGET PRACTICE.

AND *NO KILL SHOTS.*

THAT WAS THE DEAL.

YEAH, BUT I WON'T BE HERE TO *SUPERVISE.*

THAT. WAS. THE *DEAL.*

YOU TRUST HIM?

ON A CASE-BY-CASE BASIS.

HEAD *UPTOWN.* I WANT TO CHECK OUT A *HUNCH.*

Annnnd right back around to where *Cole* was positioned inside their terminal. With all the tumult below, no one'll even *hear* me.

Since she didn't make a *through-the-window* exit, she must have run through the *station* somehow.

I swung her *up* here via *billy club,* so there has to be some other way to *access* the spot...

There.

She smells of jojoba oil and gunpowder.

Not the hardest scent to *follow.*

Ground level. West door blown, so at least I have a compass point to go by--

--but once I hit the street, the trail goes cold.

The city that truly never sleeps. Too many odors, too much sensory input.

Listen *hard*, Matt. Listen for *all you're worth.*

Wait. I have something, yes...?

Maybe. Talk it *out.*

WHERE WOULD SHE HAVE GONE SPECIFICALLY...?

SHE KNOWS THE DRIVE ISN'T PLUG-AND-PLAY. IT HAS TO BE READ BY ***SPECIAL EQUIPMENT...***

...SHE CAN'T GET INTO THE BAXTER BUILDING... BUT THERE'S ONE OTHER PLACE CLOSE BY...!

FWAK

THWAK

ALONE AT LAST.

NOW WE CAN *TALK.*

WHAT IS THIS? WHERE'S THE--

--"SPECIAL EQUIPMENT"?

AT THE BAXTER BUILDING. NOWHERE ELSE.

I SAID WHAT I SAID OUT LOUD BECAUSE I HEARD A FAMILIAR HUM.

ELECTRONIC, WITH A TOUCH OF FEEDBACK. YOU WERE LISTENING.

SO I WAS *LURING*.

THANKS FOR *FOLLOWING*. I THOUGHT IT WAS BEST TO HAVE THIS CONVERSATION AWAY FROM *MEGACRIMECON '12*.

THIS ISN'T A CONVERSATION. IT'S A *DISTRACTION*.

IF YOU'RE NOT GOING TO HELP ME ACCESS THE DRIVE, WE'RE *DONE*--

--WHEN I SAY WE'RE DONE!

YOU HAD A DECENT *LEAD* ON ME, LADY. YOU COULD HAVE BEEN HALFWAY UPTOWN ON THE 6 BY THE TIME I MAPPED YOUR EXIT. SO WHY *WEREN'T* YOU?

I CAN *TELL* YOU WHY. *BECAUSE YOU'RE AN AMATEUR.*

BECAUSE YOU *FROZE IN PLACE* ONCE THE SEDUCTION OF THE *DOUBLE-CROSS* SUBSIDED...

...AND YOU REALIZED THAT *HAVING* THE PRIZE IS *POINTLESS WITHOUT ANY WAY TO USE IT!*

THEN *MAKE* ME A WAY.

OR WHAT? YOU *ALREADY* SHOT ME WITH RUBBER BULLETS *ONCE*. THEY *HURT*, BUT THEY DON'T *KILL*.

I CHANGED *AMMO*.

YOU'RE *BLUFFING*.

AM I?

SKEEEEEEEEEEEE

Feedback from the *mike* totally cloaks her heartbeat.

Man, she's *good*.

I'M NOT FOLDING ON THIS.

YOU WANT TO USE WHAT'S ON THAT DRIVE JUST TO AVENGE YOUR HUSBAND? IT'S NOT WORTH IT.

HOW DO *YOU* KNOW?

YOU'RE SPECIAL. I *GET* IT.

DON'T YOU MOCK ME.

NO. I MEAN IT. THE BAD GUYS TOOK SOMEBODY YOU *LOVE*, AND IT HURT WORSE THAN ANYTHING YOU COULD EVER HAVE IMAGINED.

ME, *TOO*. THEY TOOK MY *DAD*.

YOUR BUDDY, FRANK? THEY TOOK *HIS* WIFE *AND* KIDS.

WANT TO KNOW WHO ELSE HAS THAT STORY? GO TO AVENGERS MANSION AND THROW A *STICK*.

EVERYONE I KNOW HAS LOST SOMEONE IN THAT WAY. AND IT NEVER STOPS ACHING. AND I'M SORRY, BUT THAT *DOES NOT ELEVATE YOU*.

WHAT *DOES* MAKE YOU SPECIAL IS THAT YOU HAVE *GAME*. OBVIOUSLY. AND *FOCUS*. I'VE SEEN YOU IN ACTION. YOU'VE GOT THE STUFF.

PUT IT TO GOOD USE.

THAT'S EXACTLY THE PLAN. ALWAYS WAS. DON'T LECTURE ME.

YOU KNOW WHAT GIVES ME THE STRENGTH? MY *LOSS*. WE'RE ALIKE THAT WAY, I IMAGINE.

ADMIT IT: *NOBODY* WHO'S A STRANGER TO THAT PARTICULAR PAIN COULD *EVER* BE AS DRIVEN AS US.

NEVER...

...

DON'T YOU *EVER* SAY THAT TO ME EVER AGAIN.

THAT IS A *REPELLENT* STATEMENT. IT'S A *VOMITOUS INSULT* TO EVERY COP-- EVERY *FIREMAN*-- EVERY SOLDIER *ALIVE* WHO STEPS UP TO FIGHT FOR THOSE WHO CAN'T!

I AM SORRY FOR YOUR *LOSS!* BUT IF YOU *GENUINELY BELIEVE* THAT ONLY THE *DEATH* OF A *LOVED ONE* CAN MOTIVATE A HUMAN BEING TO TAKE UP A *CAUSE*...

...THEN GET YOUR *PATHETIC, CYNICAL ASS* OUT OF MY *WAY* SO *I CAN DO MY JOB!*

COLE, HOLDING THAT DRIVE WON'T MAKE THE ANGER GO AWAY. IT--

New noises. Fifty yards out... but from which direction?

Cole's *audio camouflage* scrambles the *echoes*.

--IT MAKES YOU A *TARGET*, NOT A *WEAPON*.

Louder. Forty yards, booted feet. Behind me, I think. *damn it.*

COLE, SOMEONE'S TRACKING THE DRIVE'S *ENERGY SIGNATURE*. THEY'RE *COMING* FOR US, AND *FAST*. I CAN *HEAR* THEM.

DON'T BE LIKE *FRANK*. HIS STORY WILL NEVER HAVE A HAPPY ENDING. HIS LIFE IS NOTHING TO ENVY.

YOURS CAN STILL BE HEALED. BUT IF THEY FIND YOU WITH THAT DRIVE, IT'S OVER *NOW*.

Twenty-five yards.

Twenty.

I WILL *HELP* YOU GET RID OF THE *PAIN*. I WILL SEE TO *ANYTHING* YOU *NEED*. I WILL SHOW YOU A *NEW* STRENGTH. JUST, *PLEASE*...

...DON'T DIE TODAY.

BLAM!
BLAM!
BLAM!
BLAM!
BLAM!
BLAM!
Noooooo!
I HAD HER, DAMN YOU!
I had her.

FRANK, WE *DISCUSSED* THIS:

DON'T HOG ALL THE *FUN.*

Between them, Frank and Spider-Man cut through Hydra like lightning.

Too slow for me--

--even though I know that once we clean up the trash--

--I have to deliver the bad news.

FRANK... ABOUT *COLE*...

WE THOUGHT SHE WAS WITH *YOU*.

FRANK, FOR GOD'S SAKE, SHE'S--

--gone.

Oh, thank *God*...but...

JUST BEFORE YOU SHOWED *UP*, THEY-- THEY GUNNED HER *DOWN*--!

NO BLOOD. SHE WAS ARMORED. UNLIKE *SOME* IDIOTS.

SHUT UP, FRANK. LOOKS LIKE SHE DROPPED SOME *AMMO*, THOUGH.

No. She left it for me. So I'd know.

Rubber.

I DON'T IMAGINE WE'LL CATCH HER THIS TIME. WE'LL *LOOK--*

NOT YOUR PROBLEM. I'LL FIND HER IF SHE WANTS TO *BE* FOUND.

HEH.

WHAT?

NOTHING.

THE *"IF"* PART...THAT COULD...

I DON'T KNOW. ANYWAY. ANY *MORE* MOOKS DESCENDING ON US?

NO. YOU'RE WELCOME.

I'LL LEAVE IT TO YOU AND THE *BOY SCOUT* THERE TO SORT OUT THE *DRIVE.* THAT WAS *ALSO* OUR DEAL. I GOT WHAT I WANTED-- A NIGHT OF REMINDING MEGACRIME WHY THEY SHOULD BE *AFRAID* OF ME. I BELIEVE I'M DONE HERE.

UNLESS...

NO!

FORGET IT, YOU MAY *NOT* CAP THESE GUYS BEFORE I CALL S.H.I.E.L.D. FOR A *PICK-UP.*

HAIL HY--

YEAH. YEAH. GOLF-CLAP FOR A GOOD NIGHT'S *BEATING*, MEN. IT DIDN'T GO *STRICTLY* TO PLAN, BUT ANY DENT IN CRIME IS A *GOOD* DENT, RIGHT, ONE-EYE?

?

AH, NERTZ. HE'S GONE. YOU KNOW HOW LONG I'VE BEEN WAITING FOR A *PUNISHER-S.H.I.E.L.D.* STAREDOWN?

SO, SPEAKING OF *DEALS*...YOU READY TO HAND OVER THE *OMEGA DRIVE*, MAGOO? AS PER OUR *ARRANGEMENT*, I STILL GOTSTA GET IT SMASHED SOMEHOW INTO A...

...BAZILLION PIECES...

THAT WAS FOR *THEATER*, REMEMBER? AND WE JUST PUMMELED THE LAST OF OUR AUDIENCE INTO *SUBMISSION.*

RIGHT.

WHICH PUTS ME RIGHT BACK WHERE I *STARTED*: HOLDING A HOT POTATO AND HUNTED BY ALL OF *MEGACRIME.*

SO WHY THE *SMILEY FACE?*

I JUST CAME UP WITH A NEW PLAN.

I LIKE IT WHEN CAPTAIN AMERICA SAYS THAT. FILLS ME WITH CONFIDENCE. *YOU*, NOT SO MUCH. YOU NEED A *HAND?*

WE'LL TALK. I'LL BUY YOU A DRINK SOMETIME. WE'LL TOAST.

TO?

TO SECOND CHANCES.

LATER, PAL.

AVENGING SPIDER-MAN

PUNISHER

DAREDEVIL

AVENGING SPIDER-MAN #6, PUNISHER #10 & *DAREDEVIL #11*
COMBINED 2ND-PRINTING VARIANTS BY
MARCO CHECCHETTO & MATT HOLLINGSWORTH

BRGGGLL

WHAT DO YOU CALL A FISH THAT HAS TWO ARMS AND WEARS A *HAT?*

I GIVE UP, *WHAT?*

WADDETMACALLIT?!

An EPIC 20-page Graphi-GANZA from your pals at MARVEL!

SPLORCH!

NO. SERIOUSLY. WHAT THE HECK IS THIS THING?

I DON'T KNOW. IT'S BEEN TERRORIZING CITY WORKERS FOR WEEKS. IT WAS STARTING TO BECOME A CONTRACT ISSUE.

AND YOU DECIDED TO LAWYER-UP HULK-STYLE?

WELL, IT IS MY OCCUPATION. AT LEAST NOW THEY CAN GET BACK TO ARGUING ABOUT JOBS FOR LIFE AND SICK DAYS.

WELL, SHE-HULK, YOU'RE WELCOME. ALWAYS GLAD TO HELP.

SQUINCH

WHAT? OH, SURE. THANKS, SPIDER-MAN.

I GUESS THERE WAS NO ONE ELSE AROUND, HUH?

SURE. I'LL NOTIFY THE AQUARIUM.

GOD, I'M LATE. GOTTA GO.

GO WHERE?

YOU'RE NOT EVEN WEARING A WATCH.

WORK THING!

MAN, I'M STARVING.

HEY! YOU NEED A DATE?

NO, SERIOUSLY. WHAT KIND OF WORK THING?

MY LAW FIRM IS A SPONSOR FOR THAT NEW EGYPTIAN EXHIBIT THAT'S OPENING TONIGHT.

GREAT! I CAN BE YOUR WINGMAN! I LOVE EGYPT!

YOU LOVE A BUFFET.

WHEN I WAS A KID, I USED TO SPEND HOURS IN THE EGYPTIAN ROOMS WITH MY UNCLE. ASK ME ANYTHING.

NO.

I KNOW, BUT I CAN NAME EVERY TOWN BETWEEN LOWER AND UPPER EGYPT. I CAN PRONOUNCE NEBHEPTRE MENTUHOTEP.

THE HIEROGLYPH FOR GREEN IS THE PAPYRUS STEM!

LOOK, YOU'RE LATE. I CAN PIGGY-BACK YOU!

IT'S JUST SOME CAT STATUE.

I LOVE ME SOME CAT STATUES.

TAXI!

SCREECH!

YOU STINK, SHE-HULK!

CARNARVON

WHY ARE YOU *DRESSED* LIKE *THAT?*

I DIDN'T HAVE TIME TO GO *HOME* AND *CHANGE*, JANE.

I'M NOT TALKING ABOUT YOUR *CLOTHES!* *JENNIFER WALTERS* WORKS FOR US, *NOT* SHE-HULK! YOU KIND OF *SMELL* A LITTLE, TOO. WHAT ON EARTH HAVE YOU BEEN *DOING?*

SNF SNF

SO HE WAS BEING *LITERAL.*

I'VE BEEN ENGAGED IN SOME...

UH... COLLECTIVE *BARGAINING...*

WELL, MORE LIKE *BINDING ARBITRATION.*

Outside.

IS IT *MY* FAULT THAT I HAVE WIDE AND VARIED INTERESTS? OR THAT I CAN'T HIDE MY *ENTHUSIASM?* OR THAT I GET *CRANKY* WHEN I'M *HUNGRY?*

OR THAT MY FAVORITE *GYROS JOINT* IS RIGHT ACROSS THE STREET FROM THE CARNARVON MUSEUM?

AND SHE-HULK *NEVER* SAID INVITATION ONLY.

BUT THEN I DON'T REMEMBER HER SAYING *CLOAKS MANDATORY, EITHER.*

WOW. *CLOAKS AND DAGGERS.*

MAAAYY-BE I'LL JUST HAVE A LOOK AROUND.

BEAUTIFUL, ISN'T SHE?

THE *GODDESS*, *BASTET*. SHE OF THE *SUN* AND THE *MOON*, PROTECTOR OF LOWER EGYPT. AH...LOVELY. JUST *LOVELY*.

I LIKE THE NECKLACE.

AH...THE *EYE OF RA*. THE *WEDJAT*. THE *GREEN* ONE. JUST LIKE *YOU*, MY DEAR.

I THOUGHT THE *PAPYRUS STEM* SIGNIFIED "GREEN."

AH, YES. *YES!* WOULD YOU LIKE TO TRY IT ON? WE HAVE SOME *REPLICAS* FOR THE GUESTS!

THE JEWELRY IS A COPY AS, *ALAS*, IS THIS STATUE. WE ARE WORKING HARD TO *REPAIR* THE *ORIGINAL*.

I *REALLY* DON'T THINK...

OH, MY. THAT'S LOVELY. JUST *LOVELY*.

EXCUSE ME A MINUTE.

STOP RIGHT THERE!

SWISSHH

FINE. ALWAYS HAPPY TO DO IT THE *HARD* WAY.

HEY.

HEY! ARE YOU *FOLLOWING* ME?!

NICE *NECKLACE.*

THERE'S SOMETHING *FISHY* GOING ON. I SAW THESE *CRAZY CHICKS* OUTSIDE AND THEY GAVE ME A *SERIOUS CASE* OF THE *CREEPS.*

WELL, COME ON. AS LONG AS YOU'RE HERE.

SLAM!

BET THAT'S *LOCKED!* I'LL *SNEAK* AROUND, LOOK FOR AN *AIR VENT*, MAYBE AN OLD *CHIMNEY*. HANG TIGHT, *I'LL* FIND A WAY IN.

SUIT YOURSELF. BUT JUST REMEMBER THAT THIS IS *PRIVATE PROPERTY.*

WHICH ACTUALLY MAKES IT *EASIER* TO SETTLE DAMAGES OUT OF COURT.

BLAM!

I DON'T THINK THAT *BELONGS* TO YOU.

CLIK

DON'T COME ANY CLOSER.

HOW'S *THIS? TOO CLOSE?* I BET IT'S TOO CLOSE.

UNGH!

ALL RIGHT, MISSY. I'M GOING TO COUNT TO *THREE*, AND IF YOU DON'T COME OUT OF THERE...

OH, WHO AM I KIDDING?

THREE.

THUNK!

YOU CAN NOT DENY THE GODDESS! SHE WILL RETURN TO RULE THE UPPER AND THE LOWER LANDS!

WELL, THE *MAYOR'S* NO BIG FAN OF TRIBECA, BUT HE'S PROBABLY GOING TO HAVE SOMETHING TO SAY ABOUT *THAT*.

CAN YOU *TAKE* THIS, PLEASE?

YOU WILL ALL SERVE HER!

THE *STATUE*, MY DEAR! WHERE IS IT?

IT'S BACK THERE. I'LL GET IT.

THERE YOU ARE.

THERE YOU ARE. THE GREEN ONE.

WHAT?

WHERE'S THE *PROFESSOR*?

ANSWERING SOME QUESTIONS. WHAT'S THE MATTER WITH YOU? YOU LOOK A LITTLE...WELL, *GREEN*, BUT ALSO *SPOOKED*.

I *THINK* I NEED TO TALK TO HIM.

UH-OH.

WHUH-OH?

MAYBE YOU WANT TO SIT DOWN.

ALTHOUGH, ON *SECOND* THOUGHT...

WHAT...

...THE #$@%...

IS THIS?

DON'T.

MMMPH!

YOU SAY ONE WORD AND I SWEAR YOU WILL NEVER WALK STRAIGHT AGAIN.

=MMPH=

SHUT. UP.

=MRROW=

=MRROW=

=MRRO

IT'S SOOOOO CUTE!

YOU ARE A DEAD MAN.

GET OFF ME.

=MROWW=

I'VE GOT TO FIND THOSE GIRLS. BRING THE STATUE.

RIGHT BEHIND YOU. WELL, NOT RIGHT BEHIND YOU BECAUSE, YOU KNOW, RIGHT NOW THAT'S NOT REALLY, I DON'T WANT TO...

:MRROW:

:MRROW:

...TAIL-GATE.

:MRROW:

:MRROW:

COME ON, MOVE IT, PAJAMA PANTS!

:MRROW:

MY GOD! THEY'RE LIKE VERMIN!

HSST

WHAT IS THIS, THE COLISEUM?

:MRROW:

SHRIEK!

:MRROW:

:MRROW:

EVERYBODY STAY CALM! THEY'RE JUST CATS.

EASY FOR YOU TO SAY. YOU'RE ONE OF THEM. MAYBE YOU SHOULD "TALK" TO THEM.

I'M NOT ABOUT TO START PUNCHING KITTENS!

OKAY. FOR THE RECORD? YOU WENT THERE. NOT ME.

OH, MY GOD! LOOK!

CRIK

CRAK

CRRRAK

SHRIEK!

MRROW

MRROW

MRROW

KREEEEEEEEE

WHAM

2162

2162

NOW IN PAPERBACK!

COME ON.

2162

NOW IN PAPERBACK!

UNGH!

2162

SHE-HULK!

TAKE OFF THE NECKLACE!

I DON'T REALLY HAVE A FREE HAND AT THE MOMENT!

TURN YOUR HEAD!

THWIP

SNAP

CATS...

BEGONE!

IT'S A FAKE.

MRROW!

IT'S A FAKE!

SHOOT. I WAS SURE THAT WAS GOING TO WORK.

WHAT ABOUT THE STATUE? CAN WE WRECK IT?

IT WAS ALREADY BROKEN. THINK OF SOMETHING ELSE. WHAT KIND OF EGYPTOPHILE ARE YOU?

WHSSSSS

UH-OH.

WOULD YOU PLEASE STOP SAYING THAT?

OH.

I THINK *THIS* ONE IS FOR *YOU*.

WHSSSS

MAYBE IT'S FOR *YOU*, EVER THINK OF THAT?

NO WAY. THAT'S *BASTET!* GODDESS OF *CATS!* THE *DEVOURING* ONE! HEAD OF A *CAT*, BODY OF A *WOMAN!* AND *YOU'VE* GOT THE...

I'VE GOT THE WHAT?

NOTHING.

STOP *TALKING* ABOUT IT. STOP *LOOKING* AT IT. I MEAN IT. IT'S *TEMPORARY*.

OKAY.

OKAY.

THE GREEN ONE. THE GREEN ONE MUST *SERVE*. SHE MUST *PROTECT*.

TOLD YOU.

I *ALREADY* SERVE AND PROTECT.

I HAVE DELIVERED MY GIFTS UNTO YOU.

SERVE ME.

I *REALLY* DON'T THINK SO.

YOU WILL LOVE ME AS I LOVE YOU!

YOU WILL KNOW ME AS I KNOW YOU!

I DON'T THINK YOU UNDERSTAND.

NOT INTERESTED.

THIS IS *REALLY* NOT FAIR. I WILL *NOT* HURT *KITTENS!*

LOOK, JUST *HOLD* THE FORT. I'VE GOT AN *IDEA*. BE RIGHT BACK.

MROWP

WE *WEEP*. THESE WORLDS. THESE WORLDS.

THEY *NEED* A WARRIOR.

THIS WORLD IS *PROTECTED!* I KNOW WE MAY NOT LOOK LIKE MUCH TO ONE AS *ANCIENT* AS YOU, BUT I GIVE YOU MY *WORD*, YOU *ARE NOT* NEEDED HERE.

YOU NEED TO GO BACK WHERE YOU *CAME* FROM. *NOW.*

=LOLZ=

HEED THE *EMERALD SENSATION*, O *MIGHTY DEFENDER* OF THE *PHARAOH!*

WHAT IN THE--

I DIDN'T HAVE TIME TO FIND A *CROCODILE* AND LEARN HOW TO *NURSE* IT!

GREETINGS!

SERVANT OF *NEITH.*

BODY OF A *SPIDER*, HEAD OF A *COW*, THAT'S ME! SERVANT OF THE GODDESS OF *WAR* AND *HUNTING!*

BUT I DON'T HAVE TO TELL *YOU!*

I SEE YOU'VE MET MY *MINION!*

HAIL UNTO THE DIVINE MOTHER OF *RA*, THE MOTHER OF *SOBEK*, THE CROCODILE.

THANKS UNTO *YOU*, GREAT BASTET. I WILL *TOTALLY* PASS THAT ON.

GET *ON* WITH IT.

I AM THE THINGS THAT *ARE*, THAT WILL *BE*, AND THAT HAVE *BEEN.*

SAYS THE GREAT *MOTHER.*

GREAT! SHE ALSO *DEMANDS* THAT YOU DEPART. I, HER UHH... *REPRESENTATIVE*, ASSURE YOU THAT THIS LAND IS PROTECTED BY THE GREAT NEITH.

THIS IS *SO?*

YES, *ABSOLUTELY.* ONE *HUNDRED* PERCENT. I AM COMPLETELY FIGHTING ON THE SIDE OF *BEEF.*

NEITH.

NEITH.

I SUBMIT TO THE GREAT MOTHER.

I REJOIN MONTHU, HORHEKENU, HARSAPHIS, SEKHMET, WADJET, AND SHESEMTE.

WOW. WHAT CAN YOU POSSIBLY SAY TO *THAT?*

GESUNDHEIT?

ALSO, "DON'T COME BACK."

EMERGENCY SERVICES SEEM TO HAVE THINGS WELL IN HAND. I GUESS WE'RE DONE HERE.

EXCEPT FOR, UH...YOU KNOW THAT THING I'M NOT SUPPOSED TO TALK ABOUT?

SAY, DO YOU HAVE *DR. STRANGE'S* PHONE NUMBER?

OF COURSE I DO.

BUT WE DON'T NEED...

...OH NO...*IS IT STILL--*

NO NO NO--

...

Oh.

YOU ARE A *DEAD MAN.*

YOU UNBELIEVABLE PAIN IN THE HOME!

EMS

HIYA, SAMI. GIMME TWO OF THE USUAL.

TWO? YOU GOTTA DATE?

NO, ME AND SHE-HULK ARE JUST HANGING OUT.

IF YOU DON'T MIND ME SAYING, SHE DOESN'T SEEM TOO HAPPY WITH YOU.

NAH, SHE'S JUST HUNGRY.

YOU'RE SUCH A NICE BOY, HELPING YOUR FRIEND. IT MUST HAVE BEEN A LONG DAY.

YUP.

AND I'M HAPPY TO SEE THE "TAIL" END OF IT.

PREVIOUSLY...

A dying Doctor Octopus used his final days to create a device that could either repair the ozone layer or destroy it. Using this newfound power, Doc Ock took the world hostage. Silver Sable nobly sacrificed her life to enable Spider-Man to defeat Doc Ock — forcing Spider-Man to finally break his vow that, while he's around, "no one dies."

8

"ENDS OF THE EARTH" EPILOGUE

Guatemala.
THE REMAINS OF DOCTOR OCTOPUS' UNDERWATER BASE.

YOUR SHIFT'S OVER, SPIDER-MAN. HEAD TO THE SURFACE.

IN A BIT. THINK I SAW SOMETHING--

NOT LATER. NOW. YOU'VE PULLED DOUBLE DUTY. YOUR TANK'S ALMOST EMPTY.

DOESN'T MEAN ANYTHING. I'M SUPER-STRONG. I CAN HOLD MY BREATH LONGER THAN...

...A NORMAL PERSON.

BLACK WIDOW, PLEASE. I HAVE TO FIND SABLE.

NO. CAP NEEDS YOU TOPSIDE. THAT'S AN ORDER, AVENGER.

I'LL TAKE OVER FROM HERE.

WE'VE BEEN SEARCHING THE WRECKAGE FOR HOURS...

...AND WE STILL CAN'T FIND SILVER SABLE'S BODY.

I LEFT HER IN THE HANDS OF THE RHINO. LEFT HER TO DIE.

IT WAS EITHER MY FRIEND, SILVER SABLINOVA-- OR EVERYONE ELSE ON EARTH. AND I MADE THE CALL.

IN ASM #687 EARTH-ENDING ELLIE

SO, FOR THE SECOND TIME TODAY, I LEAVE HER DOWN THERE.

AND I GO BACK TO THE REST OF THE WORLD...

...AND THE ONE OTHER PERSON I *COULD* SAVE.

THERE. THAT'S THE FINAL ADJUSTMENT. THE MACHINES ARE BREATHING FOR HIM NOW. HE'LL LIVE.

IF YOU CALL THAT *LIVING*. I DON'T GET IT, SPIDER-WOMAN.

WHY'D SPIDEY BOTHER SAVING *DOC OCK* OF ALL PEOPLE? CREEP'S GOT MINUTES LEFT ON THE CLOCK ANYWAY.

DON'T LOOK AT ME, HAWKEYE. I WOULD'A LET 'IM SINK TO THE BOTTOM.

YOU GUYS ARE SUPER *HEROES*, RIGHT?

I WANT TO BE CLEAR, MODELL, THAT LIFE SUPPORT YOUR HORIZON TEAM PUT TOGETHER, IT'S SHIELDING OCTAVIUS'S THOUGHTS, CORRECT?

YES, CAPTAIN. IF THERE ARE ANY EXTRA *MECHANICAL ARMS* OUT THERE, HE CAN'T CONTROL THEM.

SO THE ONE GUY I BROUGHT UP IS A BRAIN IN A JAR.

YAY ME.

GUESS WHO JUST MADE THE AVENGERS' *EMPLOYEE OF THE MONTH.*

SPIDER-MAN. GOOD. WE CAN TAKE OFF NOW.

NO! WAIT! I WANNA STAY HERE AND HELP WITH THE SALVAGE--

SORRY, BUT WE'RE TRANSPORTING OCTAVIUS TO *THE RAFT.*

AND *YOU* ARE OUR RESIDENT SPECIALIST ON DOCTOR OCTOPUS--

BUT HE'S A *VEGETABLE!* HE'S NOT DOCTOR OCTOPUS, HE'S DOCTOR *AVOCADO!*

HE'S A MAN WHO ALMOST DESTROYED THE WORLD. YOU'RE COMING.

NATASHA AND S.H.I.E.L.D. CAN HANDLE THINGS FROM HERE.

FEELS WEIRD LEAVING. WRONG. AT THE VERY LEAST I SHOULD SAY SOMETHING.

A PRAYER?

I THINK BACK ON EVERYTHING I KNOW ABOUT SILVER SABLE...

...EVERY MOMENT WE SHARED TOGETHER...

SPIDER-MAN...

...I'VE BEEN IN WARS, SON. AND THAT'S WHAT THIS WAS. A *WAR.*

SABLE KNEW WHAT SHE WAS GETTING INTO. SHE WAS A *SOLDIER.* A TRAINED MERCENARY--

NO. SHE WAS *MORE* THAN A MERCENARY, CAP. SHE WAS *SPECIAL*...

"WHEN I FIRST MET SILVER SABLE, I THOUGHT SHE WAS AN ICE-COLD FIGHTING MACHINE WITH A SERIOUS MONEY OBSESSION.

"BUT THEN A FEW YEARS BACK...YOU REMEMBER WHEN DOCTOR DOOM ANNOUNCED HE WAS GOING TO MARRY A LOCAL PRINCESS AND MAKE HER QUEEN OF LATVERIA...?"

...BOOM...KING OF LATVERIA...TO WED PR...

HELP!

THAT'S MY PURSE!

"THAT WEEK, I GOT TO KNOW THE *REAL* SILVER SABLE."

HEY! BAD GUY!

IF YOU'RE GOING TO RIP PEOPLE OFF WHILE YOU'RE ON BROADWAY...

THWIP

...YOU AT LEAST OWE THEM A SONG AND DANCE.

YEOW!

NOT MUCH OF A SHOW, I'M AFRAID, BUT YOU GOT YOUR MONEY BACK.

THANKS FOR NOT HURTING HIM, SPIDER-MAN.

ME? HURT PEOPLE?

I'M A LOVER, NOT A FIGHTER.

SPIDER-MAN I NEED YOU.

APPARENTLY.

THE JUMBOTRON AGREES WITH YOU.

WHAT...?

"IT WAS *CODE*, AND I'M THE ONLY ONE IN NEW YORK WHO WOULD UNDERSTAND IT.

MEET ME AT 9 WHERE WE WATCHED FORTUNE'S SHIP COME IN LAST JUNE. URGENT. SILVER.

"THE PREVIOUS JUNE, SABLE AND I HAD GOTTEN INVOLVED IN A NASTY SHOOT-OUT WITH A MAN NAMED *DOMINIC FORTUNE* ON A SHIP THAT WAS DOCKED NEAR THE EAST RIVER...

"...SO I KNEW WHERE TO GO.

WEB OF SPIDER-MAN #72--- "WASN'T READING COMICS YET" PYLE

"SILVER SABLE HAD TRIED TO HIRE MY SERVICES A FEW TIMES OVER THE YEARS.

"BUT NEVER FOR A JOB LIKE THIS."

SPIDER-MAN...

...I HAVE A JOB FOR YOU. IT PAYS BIG.

GET IN THE CAR.

YOU KNOW *DOCTOR STRANGE*, OF COURSE. MAY I PRESENT *PRINCESS LENKA* OF SYMKARIA.

HI.

WE NEED YOU TWO TO GET *MARRIED*, RIGHT AWAY.

TO SAVE THE WORLD.

WHAT THE WHAT--?

WE DON'T HAVE MUCH TIME. *WEDDING* ARRANGEMENTS HAVE BEEN MADE AT THE SYMKARIAN EMBASSY FOR THIS EVENING...

AND I'M THE GROOM? DOES MY MASK MATCH THE FLORAL ARRANGEMENTS?

YOU'RE A MATCH FOR THE PRINCESS, ACTUALLY. THE ONLY ONE ON EARTH.

I'VE *ADMIRED* YOU FOR YEARS, SPIDER-MAN. YOU'RE *YOUNG* AND *BRAVE*. YOU CAN HANDLE YOURSELF IN *BATTLE*...

WHAT? WAIT! YOU'RE THAT PRINCESS WHO'S SUPPOSED TO BE MARRYING *DOCTOR DOOM*...

THAT CANNOT BE ALLOWED TO HAPPEN.

THE PRINCESS IS THE *SEVENTH* DAUGHTER OF A *SEVENTH* DAUGHTER, BORN OF NOBLE BLOOD. THIS GRANTED LENKA'S KATRA AN ASTOUNDING *MYSTICAL POTENTIAL*.

SHE MAY BECOME MOTHER OF THE NEXT *SORCERER SUPREME*, OR ATTAIN THE TITLE HERSELF. SHE WAS RAISED IN SECRET AT MY REQUEST, TO KEEP HER *SAFE* FROM AMBITIOUS MAGES WHO WOULD SEEK HER OUT--

BUT LENKA TURNED 21 LAST MONTH, AND HER FATHER TOOK THE PRINCESS FROM HER PLACE OF MAGICAL CONCEALMENT, AND OFFERED HER TO *DOOM* TO CEMENT POLITICAL BONDS BETWEEN NEIGHBORING *SYMKARIA* AND *LATVERIA*.

STRANGE HIRED ME TO SNEAK THE PRINCESS OUT OF THE COUNTRY BEFORE DOOM COULD GET HIS HANDS ON HER.

MY FATHER DIDN'T BELIEVE IN ANY OF MOTHER'S "MYSTIC MUMBO JUMBO."

AND NOW HE'S TRADED ME OFF LIKE AN AMERICAN BASEBALL CARD.

DOOM UNDERSTANDS *SORCERY* BETTER THAN MOST, AND HE PLANS TO GAIN CONTROL OVER LENKA'S SPIRIT POTENTIAL USING METHODS SHE WOULD NOT *SURVIVE*.

OUR ONLY OPTION TO *SAVE* HER, IF NOT HUMANITY ITSELF, FROM HIS ULTIMATE AMBITIONS...

UM... GUYS...?

WE NEED HER MARRIED TO SOMEONE SHE *GENUINELY LOVES* BEFORE DOCTOR DOOM FINDS US.

AND I'M SORRY, BUT I'VE HAD A *MAJOR CRUSH* ON YOU SINCE I WAS LIKE FIFTEEN, THE WHOLE THING IS EMBARRASSING, BUT IT WILL SAVE MY LIFE.

WE WOULD BE IN YOUR DEBT.

UM...

FORGET DEBT. *SILVER SABLE INCORPORATED* WILL SEE THAT YOU'RE WELL COMPENSATED, SPIDER-MAN. IT'S COMING OUT OF DOCTOR STRANGE'S FEE.

UM... GUYS...

I... UM...I'M FLATTERED BUT...

...I HAVE A GIRLFRIEND--

OH NOW WHAT?!

"THE LIMO STARTED COMING APART AROUND US.

"METAL BITS FLYING IN ALL DIRECTIONS.

"IT FELT LIKE A SPECIAL EFFECT, NOT REALITY.

"I THOUGHT *'THIS MUST BE A TV SHOW'*...

"...RIGHT UP UNTIL MY *SPIDER-SENSE* WENT OFF LIKE A BOMB."

I BELIEVE YOU ARE HOLDING MY *FIANCEE* AGAINST MY WILL.

THWIPP!

SO MUCH FOR *BEFORE* DOCTOR DOOM FINDS US.

SABLE! GET THE PRINCESS OUT OF HERE. I'LL HOLD OFF *METAL-FACE* AS LONG AS I CAN.

YOU'LL DO NOTHING, SPIDER-MAN.

YOU'RE COMPLETELY *INSIGNIFICANT.*

MY ONLY CONCERN IS THE WOMAN.

WE'VE BEEN *FRIENDS* IN THE PAST, VICTOR, SO PLEASE DON'T BE DIFFICULT WHEN I BILL YOU FOR THAT CAR.

AND THE PRINCESS DOESN'T *WANT* TO GO WITH YOU. SHE TOLD ME.

I AM NOT INTERESTED IN A DISCUSSION.

DOOM DOES NOT *BARGAIN* FOR WHAT IS ALREADY *HIS.*

SMACK!

UNH.

DISCUSSION OVER. TIME TO TEST THE NEW *MULTI-PHASIC TASER* MY R&D TEAM WHIPPED UP.

"IT'S AMAZING HOW EASILY SILVER SABLE JUMPED IN THE MIDDLE OF THIS STUFF *WITHOUT* ANY SUPER-POWERS.

"ALL SHE HAD WAS A LIFETIME OF *TRAINING*...AND THE OCCASIONAL WEAPON THAT COULD STOP DOCTOR DOOM IN HIS TRACKS.

"HER LIMO DRIVER WAS PART OF HER MERCENARY TEAM, *THE WILD PACK.*

"LIKE THEIR BOSS, THEY WERE SOME OF THE BEST FIGHTERS IN THE WORLD.

"BUT IT DIDN'T DO HIM ANY GOOD."

ZZAKK!

TAKE MY HAND.

SPIDER-MAN! WE NEED YOU OVER HERE...

...QUICKLY, BEFORE DOOM FULLY RECOVERS.

THERE ARE *FIVE* OF US. WE CAN FORM A PENTAGRAM OF FARALLAH.

OKEY DOKEY, DOC. I'LL GIVE YOU A HAND.

"FARALLAH" GOOD THAT'LL DO.

"BY THE FANGS OF FARALLAH, WE DO IMPLORE...

"...YE GRANT US PASSAGE THROUGH THY DOOR."

WHOA. TELEPORTATION HEAD RUSH.

CHEAPER THAN THE SUBWAY, BUT IT SMELLS WAY MORE LIKE CAT PEE.

A SIMPLE BUT EFFECTIVE DOORWAY SPELL BROUGHT US ACROSS TOWN TO *MOMENTARY* SAFETY.

AND THE *OBSCURING MISTS OF VALTORR* SHOULD CONCEAL US FROM DOOM'S MAGIC OR TECHNOLOGY....

...BUT FOR HOW LONG, I CANNOT SAY. HE'S CLEARLY ABLE TO TRACK THE PRINCESS THROUGH HER AURA.

I DIDN'T ANTICIPATE IT, BUT NO DOUBT THE BETROTHAL ITSELF *CONNECTS* DOOM TO HER...

WHAT GOOD IS IT TO HAVE *THIS* BOY KILLED, INSTEAD OF *MAREK?* *NO ONE* SHOULD DIE FOR ME.

MY DRIVER SHOULD BE ALL RIGHT. I HIRE THEM TOUGH.

NO, I MEANT SPIDER-MAN. DID YOU SEE HOW HE FOUGHT? DOOM WAS *RIGHT*. HE *IS* INSIGNIFICANT.

HEY! I THOUGHT I WAS YOUR LIFETIME *SUPER CRUSH.*

AND WAIT A SECOND. WHO IS MAREK?

A PASTRY BOY IN MY ROYAL KITCHEN, AND MY *BEST FRIEND* SINCE I WAS SIXTEEN. AFTER STRANGE GOT IN TOUCH WITH ME LAST WEEK, MAREK OFFERED TO *WED* ME IN SECRET AND SAVE ME, BUT DOOM WOULD HAVE *KILLED* HIM THE MOMENT HE LEARNED OF ANY WEDDING.

I HAD HIM SENT AWAY TO NEW YORK SO HE'D BE *SAFE*.

AND YOU NEVER *MENTIONED* THIS? WE COULD HAVE MARRIED YOU TO THIS YOUNG MAN ON THE JET RIDE OVER HERE.

I WILL *NOT* PLACE MAREK IN DANGER.

I THOUGHT SPIDER-MAN HAD BATTLED DOOM SEVERAL TIMES AND EMERGED VICTORIOUS...

DUMB LUCK EACH TIME, PRINCESS, I PROMISE YOU.

WHY DON'T YOU GO *CRUSH* ON JOHNNY STORM?

I DON'T HAVE THE *BUDGET* FOR JOHNNY STORM.

WE CANNOT REPLACE SPIDER-MAN WITH MR. STORM AS SIMPLY AS THAT.

THERE IS THE MATTER OF *LOVE* WHICH IS ESSENTIAL NOT JUST FOR THE WEDDING BUT ALSO THE *WEDDING NIGHT*.

WHAT...?

WE ARE DEALING WITH MYSTIC FORCES, NOT TRYING TO GET A GREEN CARD.

THE WEDDING MUST BE *REAL* IN EVERY WAY...

WITH ALL YOUR STAMMERING AMERICAN PRUDISHNESS, YOU *NEVER* MADE THAT *CLEAR!* I WASN'T PLANNING TO *BED* SPIDER-MAN!

kkoff MY GIRLFRIEND WILL BE SO RELIEVED!

LOOK, THERE'S AN EASY ANSWER HERE...

...WE GET MAREK OVER HERE, AND LET DOOM SMACK US AROUND FOR A WHILE TO KEEP HIM DISTRACTED WHILE YOU GUYS....

...GET HITCHED AND DO...MARRIED STUFF.

I'M NOT SURE...I COULDN'T STAND TO SEE MAREK HURT... HE...DOESN'T DESERVE...

I KNOW HOW IT FEELS TO WORRY ABOUT PEOPLE YOU LOVE BEING IN DANGER, BELIEVE ME. BUT YOU CAN'T WORRY ABOUT PEOPLE SO MUCH THAT YOU *FORGET* YOU LOVE THEM. THAT'S NOT HOW THIS WORKS.

IS MAREK THE MAN WHO CAN BREAK THIS SPELL, PRINCESS? DO YOU *LOVE* HIM...?

YES. I...

YES.

HE LIVES AT THE CORNER OF *31ST AND LEXINGTON.* TWELFTH FLOOR, CORNER APARTMENT.

OK, SO I'LL GET ROMEO AND MEET YOU AT THE EMBASSY.

I CANNOT EXTEND THE MISTS OF VALTORR TO HIDE YOU IF YOU LEAVE OUR PRESENCE, SPIDER-MAN.

IF YOU SHOULD ENCOUNTER DOOM, YOU'LL BE ON YOUR OWN.

DON'T WORRY, DOC. HE'S NOT GOING TO BE PAYING THE SLIGHTEST ATTENTION TO WHAT I DO...

THWIP

I'M INSIGNIFICANT, REMEMBER?

JUST DON'T TELL MY GIRLFRIEND.

"I HAD *NO IDEA* IF THIS GUY WAS GOING TO BE HOME--

"--*OR* IF HE WAS WILLING TO GO BACK WITH ME AND GET CAUGHT UP IN THIS MESS OF HIS OWN FREE WILL.

"OR HOW MANY CORNER APARTMENTS THERE ARE IN ONE BUILDING.

WHA--?

ARE YOU MAREK?

YES.

IF YOU'RE HERE TO ROB ME, AMERICAN SUPER-VILLAIN, YOU'LL FIND I'M NOT SO EASY A TARGET.

VILLAIN? I GOTTA GET A BETTER PRESS AGENT.

DO YOU KNOW A *PRINCESS LENKA* OF SYMKARIA...?

YES...

...I WOULD DO ANYTHING FOR HER.

GOOD.

YOU'RE ABOUT TO.

YOU DON'T HAVE A NICE SUIT, DO YA?

GAAHHH!

THAT'S THE EMBASSY! I *WORK* THERE. WHY ARE YOU TAKING ME HERE?

Moe's Pizza

IT'S A LITTLE COMPLICATED...

WHY DON'T I LET THE PRINCESS FILL YOU IN...

MY LADY. I THOUGHT I'D NEVER SEE YOU AGAIN.

WHAT ON *EARTH* IS GOING ON?

I HAVE TO TAKE YOU UP ON YOUR...RATHER *ROMANTIC* OFFER, AFTER ALL, MAREK...IF YOU'RE STILL WILLING TO HAVE ME.

OF COURSE. MY LADY...

UNCLE MORTY, I TRUST YOU'RE STILL LEGALLY EMPOWERED TO CONDUCT WEDDINGS UNDER SYMKARIAN LAW?

ALL NICE AND LEGAL, HON. LET'S GET THE LOVEBIRDS DOWN TO THE BASEMENT VAULT.

THE DOOR IS A FOOT THICK. AN EXCELLENT PLACE FOR A *SHOTGUN WEDDING* WHEN THE WEAPONS ARE *BUNKER BUSTERS.*

HURRY. STRANGE SAID WE DON'T HAVE MUCH TIME!

UNDERSTOOD. I HAVE THE RINGS WE PREPARED EARLIER, AND I CAN STILL DO THE CEREMONY FROM MEMORY...

LADIES AND GENTLEMEN...WE ARE GATHERED HERE TODAY, TO WITNESS THE UNION OF THESE TWO PEOPLE IN THE BONDS OF...

THOOOM!

WHOOPS. THAT'S AN EXPLOSION. I'LL SKIP AHEAD.

PRINCESS LENKA, DO YOU TAKE THIS MAN...

"DOOM SHOWED AT THE BUILDING ABOUT FIVE MINUTES AFTER WE GOT THERE.

THIS IS A *FOOLISH* PLACE TO GO TO GROUND, PRINCESS. YOUR EMBASSY'S DEFENSES WILL NOT KEEP YOU FROM ME.

YOUR RUNNING MUST CEASE.

"WE ALL WENT OUT TO TRY TO STOP HIM.

AS MY PROMISED BRIDE, YOUR KATRA IS ALREADY *LINKED* TO MINE.

THIS HAS ALREADY BEEN *DECIDED*, LENKA. LET US NOT MAKE THIS UNPLEASANT.

"OR STALL HIM.

THIS EMBASSY IS *SOVEREIGN* GROUND, VICTOR...

...AND YOU'RE RUNNING UP A HELL OF A BILL.

THERE ARE OTHER OPTIONS, DOOMSIE--I KNOW HOW TO START AN E-HARMONY ACCOUNT.

"OR SOMETHING.

I WILL NOT ALLOW YOU TO ENTER.

THE *CRIMSON BANDS OF CYTTORAK* SHOULD PROVE STRONG ENOUGH TO HOLD YOU BACK.

THOSE BANDS ARE ONLY AS STRONG AS YOUR *CONCENTRATION*, SORCERER.

AAAAHHH!

THIS KNOCKED YOU DOWN BEFORE.

ZZZAP!

BUT USELESS AGAINST ME A SECOND TIME. MY ARMOR'S DEFENSES HAVE REGISTERED ITS FREQUENCY AND *ADJUSTED* TO YOUR CLUMSY ATTACK.

FOR YOUR OWN GOOD, SABLINOVA. STAY OUT OF MY WAY.

YOU BETTER NOT HAVE HURT HER, DOOM.

OR WHAT, SPIDER-MAN?

I'LL CRUSH YOU LIKE THE BUG YOU ARE?

BE THANKFUL I'M SPARING YOUR LIFE.

"HE WAS RIGHT. I DIDN'T SLOW HIM DOWN FOR EVEN FIVE SECONDS.

I WILL TAKE WHAT IS MINE. DO NOT FORCE ME TO *PERMANENTLY* DISABLE YOU.

YOU'RE NOT GETTING PAST ME, DOOM.

"BUT SABLE?

"SHE GOT DOOM TO STOP IN HIS TRACKS FOR A FULL MINUTE.

"JUST BY REFUSING TO MOVE."

A MEANINGLESS BRAVADO, WOMAN. I WILL MERELY...

WHAT...?

"AND THAT WAS ENOUGH."

HOW THE DEVIL DID...?

OH.

I SEE.

THE MOMENT HAS PASSED.

I CAN SENSE THAT THE PRINCESS IS NO LONGER OF ANY...USE TO ME.

IT WOULD BE A WASTE OF TIME TO CONTINUE. AND I'M CERTAIN TO ATTRACT THE ATTENTION OF ***REED RICHARDS*** AND HIS ACCURSED FAMILY IF I CONTINUE TO MAKE A SPECTACLE OF MYSELF IN NEW YORK.

DOOM IS MANY THINGS. BUT HE IS NOT A MAN WHO WASTES TIME.

KNOW THIS: YOU HAVE MADE A POWERFUL ***ENEMY***. ALL OF YOU.

I SHALL NOT SOON FORGET.

IS IT SAFE?

IT APPEARS SO.

"TWO MINUTES EARLIER, SILVER SABLE PUT HER LIFE ON THE LINE, WITH NO WEAPONS, AND NO EXPECTATION IT WAS GOING TO WORK. IT WAS ONE OF THE BRAVEST THINGS I'D EVER SEEN.

"BUT NOW, IT LOOKED LIKE SABLE WAS BACK TO HER OLD MERCENARY SELF."

THE DAMAGE IS NO MORE THAN A FEW ***HUNDRED THOUSAND DOLLARS***, DOCTOR. I'LL ADD IT TO YOUR BILL.

UM... ABOUT THAT...

I'M AFRAID I DON'T ***HAVE*** THAT KIND OF MONEY. I CAN PAY WHAT WE ***AGREED*** TO EARLIER, BUT I CAN'T AFFORD STRUCTURAL REPLACEMENTS FOR A NEW EMBASSY BUILDING.

BUSINESS IS BUSINESS, DOCTOR.

"UNTIL I SAW SOMETHING NO ONE ELSE GOT TO SEE...

"...A SMILE FOR THE PRINCESS AND HER NEW HUSBAND.

"IT WAS A TEENY ONE. BLINK AND IT WAS ***GONE***... BUT I SAW IT."

ALL RIGHT...

...JUST THIS ONCE. MY SERVICES ARE PRO BONO. BUT DON'T YOU TELL ANYONE ABOUT THIS, OR I'LL MAKE YOU REGRET IT.

"AND THAT'S WHEN I KNEW WHO SILVER SABLE ***REALLY*** WAS.

"INCREDIBLY BRAVE.

"ONE OF THE MOST DANGEROUS FIGHTERS I'VE EVER SEEN....

"BUT SHE ONLY ***PRETENDED*** TO BE ALL ABOUT THE MONEY...

BECAUSE SOMETIMES SHE PUT IT ALL ON THE LINE FOR LOVE."

IT'S WHY SHE DID *EVERYTHING.*

LOVE OF HER COUNTRY. FAMILY. FRIENDS.

LOVE OF A RARE VINTAGE OF CHAMPAGNE.

AND MOST OF ALL, A LOVE OF ADVENTURE-- OF *LIFE.*

WE'RE HERE.

The Raft.
MAXIMUM SECURITY PRISON FOR SUPERHUMAN INMATES

CAN WE JUST DO THIS AND GET OUT OF HERE?

A SPECIAL CELL'S ALREADY SET UP.

GOOD. GIVE ME A MOMENT.

OTTO, THIS IS IT. I'M GOING NOW. AND I WANTED YOU TO KNOW SOMETHING.

HORIZON CRACKED YOUR STEALTH SHIELDING. ALL YOUR SATELLITES ARE DOWN.

THEY COULD ***NEVER*** HAVE SAVED THE WORLD. THE TECH WAS TOO EASY TO OVERWRITE. IMPOSSIBLE TO FAILSAFE.

AS LONG AS THEY WERE UP THERE, SOME LOON LIKE YOU COULD USE THEM FOR OUR DESTRUCTION.

WELL, NOT *YOU*, YOU'LL BE DEAD SOON.

SO, THERE YOU GO. ***THAT'S*** YOUR LEGACY. NOTHING.

ENJOY THE REST OF YOUR LIFE.

AH! WITH ALL THAT DONE, IT FINALLY KICKED IN--WE'RE HOME!

CRAPPY AIR, TRAFFIC, AND THINGS OPEN AFTER ELEVEN.

THAT TOO.

AND NO OCTOBOTS WIRED INTO YOUR BRAIN STEM.

SPIDER-MAN? SON, YOU OKAY?

NO. IT'S NOT RIGHT. I GET TO SLEEP IN MY BED TONIGHT, AND SHE'S--

SHE'S STILL DOWN THERE. I SHOULD'VE STAYED...

"...SHOULD'VE KEPT LOOKING."

NOTHING, AGENT ROMANOFF. NO SIGN OF SILVER SABLE OR THE RHINO.

AGAIN?

ANOTHER PASS THEN.

WE OWE IT TO HER. WE OWE HER THE WORLD.

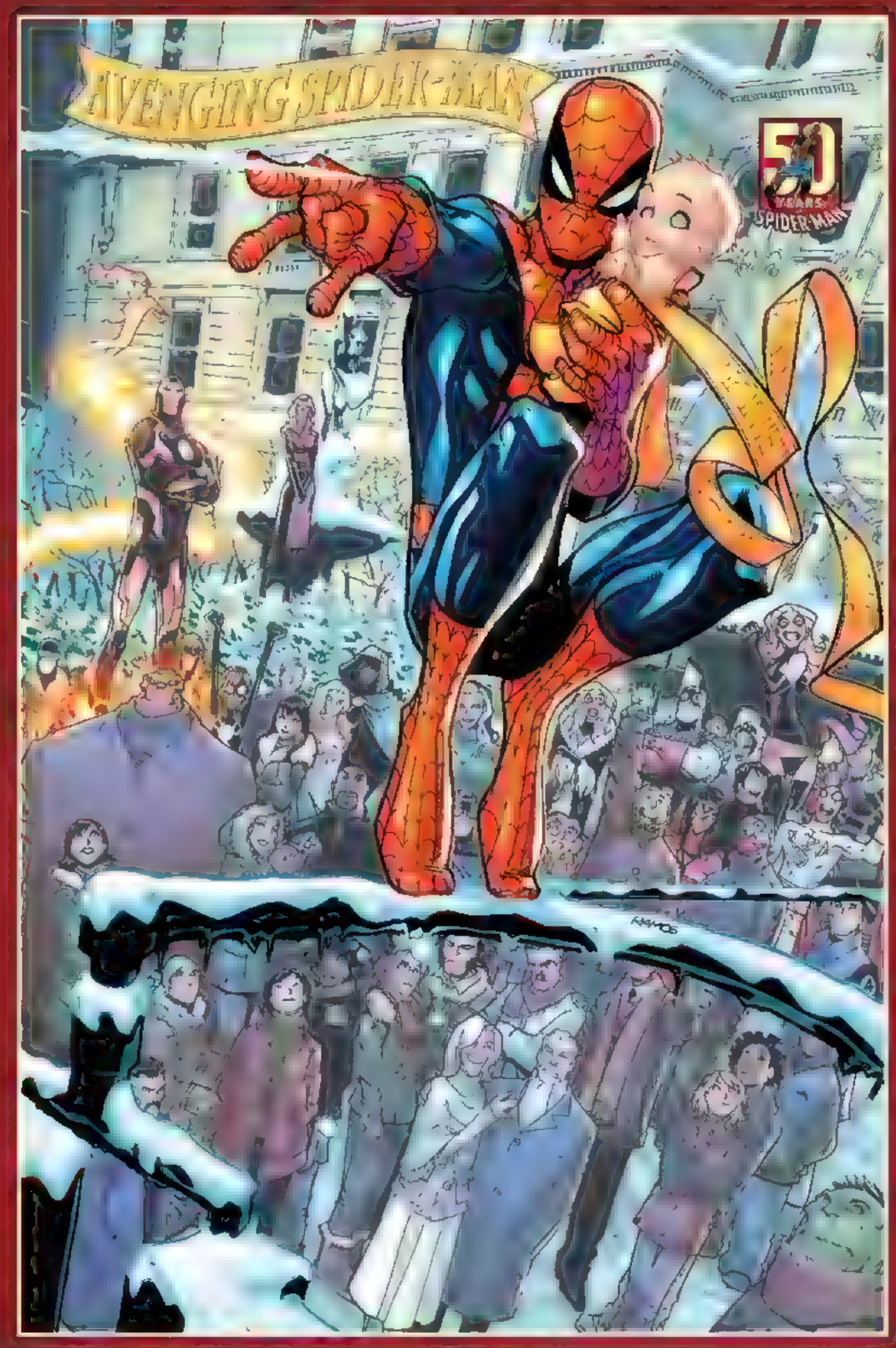
COME.

SPIDER-MAN SAID HE SAW SOMETHING OVER HERE.

STAY SHARP. YOU NEVER KNOW...

...WHAT MIGHT TURN UP.

AVENGING SPIDER-MAN #2 VARIANT BY
ED McGUINNESS, DEXTER VINES & MORRY HOLLOWELL



AVENGING SPIDER-MAN #3
SPIDER-MAN 50TH ANNIVERSARY VARIANT BY
HUMBERTO RAMOS & EDGAR DELGADO

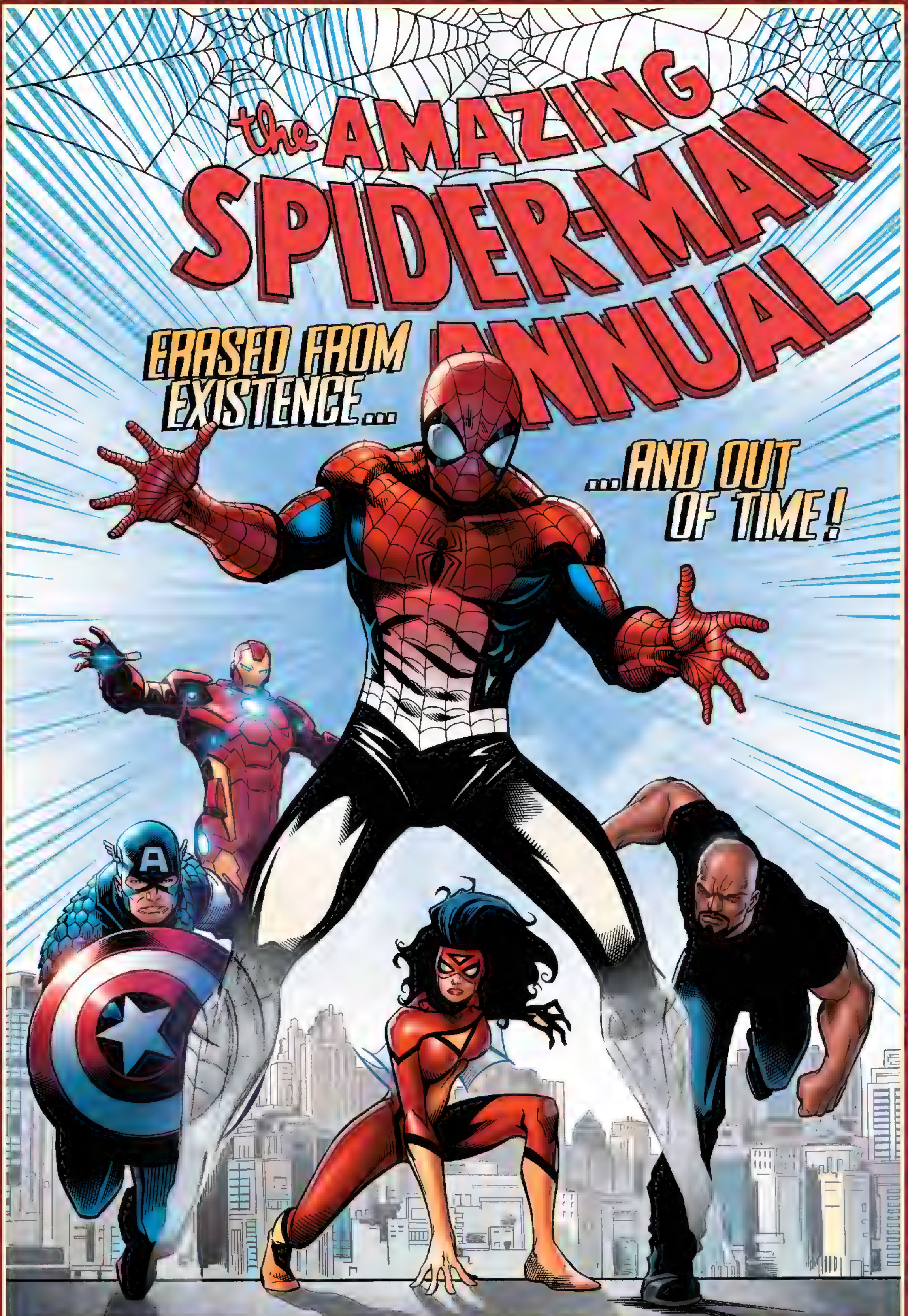
AVENGING SPIDER-MAN #4 VARIANT BY
DALE KEOWN & PETER STEIGERWALD

AVENGING SPIDER-MAN #6 VARIANT BY
MARCO CHECCHETTO

the AMAZING SPIDER-MAN ANNUAL

ERASED FROM EXISTENCE...

...AND OUT OF TIME!



AMAZING SPIDER-MAN ANNUAL 39

"SPIDER WHO?"

...HE NEUT...
...FIER! GOTT...
...T, OR I MIGH...
...HOLE IN TIME!
...WOULDN'T
...NT THAT!

Now.
Horizon Labs.

GRRIZZ

OKAY...
I REMEMBER MY NAME. THAT'S A START.

I'M PETER PARKER...BUT EVERYTHING ELSE SEEMS UP FOR GRABS RIGHT NOW.

OKAY. YEAH. I REMEMBER HELPING GRADY IN HIS LAB...

HANG ON. DOES *ANYONE ELSE* HEAR THAT NOISE?

IT SOUNDS KIND OF LIKE MY *BRAIN EXPLODING.*

HEY, YOU CAN'T LAY HERE.

COME ON PAL, GET UP.

YOU LAY HERE, WE GOTTA TAKE YOU IN.

WHERE AM I?

IN THE MIDDLE OF THE BIKE PATH.

NOW GET UP AND GET MOVING.

YEESH. HEAVY.

WHAT ARE THESE?

I...I'M IN CENTRAL PARK?

VERY GOOD.

HORIZON

WHY AM I IN CENTRAL PARK?
HAVE A BIT TOO MUCH TO DRINK AT LUNCH?
WHAT? NO. I DON'T DRINK--
YOU GOT ANY I.D., SIR?
SURE. HERE'S MY LICENSE.
NOT THAT I EVER USE IT...
SERIOUSLY, WHAT ARE THESE THINGS?
SIR, THIS LICENSE IS BLANK.
UH-OH.
ALL THESE BLOCKS HERE SAY HORIZON LABS ON THEM.
DOUBLE UH-OH.
HORIZON LABS? THEY'RE WAY DOWN ON SOUTH STREET.
HEY, DO YOU WORK FOR HORIZ--
WHERE'D HE GO?

OHHHH THIS DAY IS JUST GOING TO BE A MAJOR PAIN IN MY RUMP, ISN'T IT?

I *WORK* AT HORIZON LABS.

MY JOB TITLE? *SUPER-GENIUS.*

OKAY, NOT REALLY, BUT THAT'S WHAT AUNT MAY SAYS AND WHO AM I TO ARGUE WITH HER?

PART OF MY JOB THERE IS *BRAINSTORMING* WITH *OTHER* SUPER-GENIUSES WHO DO THEIR OWN SUPER-GENIUS THINGS...

LIKE MY FRIEND, *GRADY SCRAPS.* HE TINKERS WITH *TIME.*

WHICH HAS CAUSED SOME PROBLEMS IN THE PAST--

ACTUALLY, HIS LAST TIME DOOR ALMOST DESTROYED THE FUTURE.

ASM 678 AND 679 -ERSTWHILE ELLIE

TODAY HE WAS EXPERIMENTING WITH *REMOVING* OBJECTS FROM THE TIMESTREAM.

DO THAT, AND FOOD COULD STAY *FRESH*, OR ORGANS VIABLE FOR TRANSPLANT *INDEFINITELY.*

WHICH IS *FANTASTIC*, EXCEPT THE LAST THING I REMEMBER IS A *BIG FLASH OF LIGHT...*

AND NOW...

He wants to save the relationship.

She'd rather save the WORLD!

This Summer MARY JANE WATSON is...

rescue

STILL A CHAMPION

...NOW I DON'T KNOW *WHAT'S* GOING ON.

PRESIDENT JAMESON ANNOUNCES BUDGET SURPLUS FOR THIRD YEAR RUNNING

PNN

5:04 p ES

OSBORN INDUSTRIES RELEASES CURE FOR CANCER

WHATEVER'S HAPPENING AT LEAST FOR ONCE IT LOOKS LIKE ALL *GOOD THINGS...*

HORIZON

RIGHT?

THE SKY ISN'T ON FIRE. I'M NOT IN SOME TERRIBLE DYSTOPIAN FUTURE.

AND *NOBODY'S* TRIED TO *KILL* ME YET.

SO MAYBE WE'RE ACTUALLY OKAY?

FOR ONCE?

MAYBE?

BRZZT

OR NOT.

EXCUSE ME, SIR?

CAN I HELP YOU?

HEY, CARL.

SCANNER'S NOT WORKING. IF YOU COULD JUST LET ME IN--

YOU SEEM TO HAVE ME AT A DISADVANTAGE, MISTER...?

I WAS AFRAID OF THAT.

PARKER.

PETER PARKER?

I--LOOK, I JUST NEED TO TALK TO GRADY.

IS MISTER SCRAPS *EXPECTING* YOU?

PROBABLY NOT IF WHAT I *THINK* HAPPENED IS WHAT HAPPENED.

AND... WHAT DO YOU THINK HAPPENED?

I THINK HE *ACCIDENTALLY ERASED* ME FROM HISTORY.

IS THAT A FACT?

I KNOW IT SOUNDS NUTS, BUT...

GRADY WAS PLACING LEAD BLOCKS IN TEMPORAL STORAGE, RIGHT?

BUT HE COULDN'T RETRIEVE THEM BECAUSE *ONCE THEY WERE STORED--*

WELL, NOBODY COULD REMEMBER THEY *EVER EXISTED.*

AND THAT'S YOU RIGHT NOW?

YOU GOT MADE SO NOBODY REMEMBERS YOU?

YOU JUST *RELAX,* SIR.

I KNOW SOME *WEIRD SCIENCE* HAPPENS HERE AT HORIZON AND WE'VE BEEN *BRIEFED* ON JUST WHAT TO DO IN *SITUATIONS LIKE THIS.*

Moments Later.

...AND STAY OUT, OR WE'LL CALL THE COPS!

FINE! I KNOW *OTHER* SUPER-GENIUSES THAT WILL HELP ME!

NOT THAT THEY KNOW *ME*, NOW.

UGH. I'D JUST SNEAK INTO THE LABS AND TRY TALKING TO GRADY, BUT FORT KNOX HAS *NOTHING* ON HORIZON'S SECURITY.

MAX MODELL EVEN SPIDER-PROOFED THE AIR DUCTS AFTER THAT INCIDENT WITH MORBIUS.*

YOU KNOW, WITH MY LUCK, I ALWAYS FIGURED IT WAS ONLY A *MATTER OF TIME* UNTIL I LOST THIS JOB.

HAH. GET IT?

MATTER OF *TIME?*

GRADY'S EXPERIMENT ERASED ME FROM...*TIME...*

OHHHH BOY.

*ASM #679.1 --ENTRANCE ELIMINATING ELLIE

AS DEPRESSING A THOUGHT AS IT MIGHT BE, GETTING ERASED FROM TIME SEEMS TO HAVE HAD A *POSITIVE EFFECT*.

MJ'S FILM CAREER HAS TAKEN OFF.

LOOK AT HER! A LEADING LADY!

STILL A CHAMPION

AND FLASH THOMPSON! AN OLYMPIAN!

BUT, NORMAN OSBORN...THAT DOESN'T MAKE ANY SENSE AT--

UNLESS...IF HE NEVER HAD SPIDER-MAN TO FOCUS ON...

MAYBE HE GOT HELP? AND HE STAYED TRUE TO HIS WORK INSTEAD OF FOCUSING ON KILLING ME?

OH NO...

IS...IS THE WORLD BETTER OFF WITHOUT ME?

WELL, IN SOME WAYS IT'S WORSE.

PRESIDENT JAMESON ANNOUNCES BUDGET SURPLUS FOR THIRD YEAR RUNNING

SON OF A...

EVERYBODY HAS A POINT WHERE THEY'RE DOWN ON THEMSELVES...

HECK, I'M A *GRAND MASTER* AT INSECURITY SOME DAYS!

PIZZA

BUT NO MATTER HOW DOWN I'VE GOTTEN, I'VE *ALWAYS* KNOWN--

THAT I MAKE A *DIFFERENCE.*

PEOPLE NEED MY HELP.

AT LEAST, YOU KNOW...

I *THOUGHT* THEY DID.

YOWZA. THE WORLD *ACTUALLY* IS A BETTER PLACE WITHOUT ME IN IT.

I DON'T EVEN...

WHAT AM I SUPPOSED TO DO *NOW?*

LIFE IS *SO MUCH EASIER* WHEN THERE'S SOMEONE TO PUNCH.

Queens.
THE NEXT AFTERNOON.
UNCLE BEN WAS RIGHT...
ATM
LIQUOR
LIBRARY
TO
ICE CREAM CAN MAKE EVEN THE WORST DAY BETTER.
SEEMS LIKE A FOREVER AGO MY HIGH SCHOOL WAS ON THIS CORNER.
AT LEAST IT GOT TORN DOWN BEFORE I WAS ERASED.
NOBODY CAN BLAME ME FOR THE CITY REPLACING A HIGH SCHOOL WITH A STRIP MALL--
WHOA! AN EARTHQUAKE?
IN NEW YORK?
RUMBLE
OR... SOMETHING ELSE?

WHAT THE--?!

PARKER!

GET ON THE *BUS!*

YOU DON'T WANT TO MISS THE *FIELD TRIP*, DO YOU?

SCHOOL DISTRICT

MISTER LIEBER?

I'D CERTAINLY LIKE TO *MISS THE FIELD TRIP.*

I MEAN, WHO CARES ABOUT *RADIATION--*

SHUT IT, THOMPSON, AND GET ON THE BUS.

I-- HOW?!

Avengers Mansion.
HOME TO EARTH'S MIGHTIEST HEROES.
OH MY! WHAT'S HAPPENING?!
IT WAS AN EARTHQUAKE, JARVIS.
WE *DON'T HAVE* EARTHQUAKES IN NEW YORK.
YET THE WHOLE MANSION JUST SHOOK.
I'LL GO HAVE A LOOK...

ENVIRONMENTAL SCANNERS ONLINE...

IT WASN'T AN EARTHQUAKE.

IRON MAN TO CAPTAIN AMERICA--

GO AHEAD, TONY.

--I'VE DETECTED A CHRONO DISTURBANCE IN QUEENS.

YOU THINK MAYBE IT'S KANG THE CONQUEROR, COMING BACK IN TIME TO STIR UP TROUBLE?

AT A STRIP MALL IN QUEENS?

NO...THIS IS SOMETHING NEW.

AVENGERS ASSEMBLE!

LET'S GO FIND OUT WHAT'S TRYING TO DESTROY THE WORLD THIS TIME.

WHAT KINDA NAME IS *MISTER FANTASTIC?* GUY'S A *BEANPOLE!*

HE OUGHT TO GET A LOOK AT *ME* BEFORE HE GOES CALLING HIMSELF *"FANTASTIC."*

I REMEMBER BUS RIDES LIKE THIS.

FWAK

OW!

I DONT MISS THEM *IN THE LEAST.*

COME HERE, *"MISTER FANTASTIC."*

WE *SIT* ON THE BUS, FLASH.

UNTIL YOU REMEMBER THAT, I GUESS YOU'LL HAVE TO STAY WITHIN *ARM'S REACH.*

NOT COOL, MAN...

TELL ME ABOUT IT.

WHAT DID YOU SAY, *PUNY PARKER?*

I DIDN'T--

TOIT

GROSS!

COME ON! WHAT IS THIS? FIRST I SEE THE WORLD IS *BETTER WITHOUT ME*, THEN I'M REMINDED HOW *LOUSY* MY HISTORY ACTUALLY WAS?

YOU SAID SOMETHING TO ME. WHAT WAS IT?

YOU KNOW WHAT, FLASH? I'M GOING TO SAY WHAT I *SHOULD* HAVE SAID *SO MANY TIMES* WHEN WE WERE IN HIGH SCHOOL.

I CANNOT *WAIT* UNTIL YOU *OUTGROW* THIS *STUPID PHASE* YOU'RE IN RIGHT NOW.

IN THE FUTURE, YOU'RE A PRETTY NICE GUY.

YOU CARE ABOUT PEOPLE *WHO AREN'T FLASH THOMPSON*. YOU'RE *MAYBE* ONE OF THE *BRAVEST, NICEST* PEOPLE I KNOW.

BUT THAT'S *THE FUTURE*. RIGHT HERE, TODAY? YOU'RE JUST A PAIN IN THE--

AAAAHHH!

OOFF!

SKRREE

WHAT IS THIS?!

WHAT'S GOING ON?!

BWOOP

BWOOP

BWOOP BWOOP BWOOP BWOOP

OVER HERE, YOU GUYS.

AN ICE CREAM CONE?

LISTEN, IRON MAN, IT'S YOUR *TRACKING DEVICE* THAT LED US HERE.

MAYBE IT'S SOMETHING *UNDERNEATH--*

DON'T TOUCH IT, LUKE!

Spider-Woman

Captain America

Luke Cage

MY SCANNERS MAKE THIS LOOK LESS LIKE AN ICE CREAM CONE AND MORE LIKE A TEMPORAL BOMB.

WHOEVER DID THIS...HE'S MAYBE THE MOST DANGEROUS MAN ON EARTH.

SERIOUSLY?

20 Ingram St. Forest Hills, Queens.

PETER PARKER'S CHILDHOOD HOME.

THIS IS A *BAD IDEA* AND YOU KNOW IT.

NO! IT'S NOT A BAD IDEA. IT'S A *GREAT* IDEA!

YOU SAW A BIT OF HISTORY WITH YOU *STILL IN IT.*

AND IT WAS A *STRONG MEMORY* THAT TRIGGERED IT.

AND IF ANY PLACE ON EARTH HAS STRONGER MEMORIES FOR YOU THAN THE HOUSE WHERE AUNT MAY...

HUH. IT'S NOT WORKING. NO EARTHQUAKE, NO--

HELLO? I HEARD YOU OUT HERE TALKING...

CAN I HELP YOU?
UNCLE BEN?!
PARDON ME?
YOU'RE ALIVE?!
WELCOME

WHAT KIND OF TALK IS THAT?

WHY WOULDN'T I BE *ALIVE?*

UNCLE BEN--

THAT'S *TWICE* NOW YOU'VE CALLED ME *UNCLE*...

WHO ARE YOU?

OH BOY.

SON?

YEARS AGO, WHEN I'D FIRST PUT ON THE SPIDER-MAN COSTUME, I HAD THE CHANCE TO STOP A MAN...

A MAN WHO LATER *KILLED* MY UNCLE.

AND I *DIDN'T DO IT.*

BUT MAYBE IF I *WASN'T* THERE...

MAYBE IN THIS REALITY SOMEONE ELSE THOUGHT *THEY* COULD STOP THE THIEF.

AND MAYBE THEY ACTUALLY *DID IT.*

IT FITS WITH EVERYTHING ELSE I'VE SEEN TODAY.

A WORLD *WITHOUT ME IN IT* IS OBVIOUSLY A *BETTER WORLD* ALL THE WAY AROUND.

SON, ARE YOU OKAY?

I'M SO SORRY. I--

RATTLE

WHAT IN THE NAME OF--

IT'S HAPPENING--

--AGAIN.

MAYBE IT WILL HAPPEN AGAIN.

EVERYBODY FALLS DOWN A FEW TIMES.

IT'S OKAY, PETE.

COME ON.

WHAT IS THIS? WHY IS HE SO *TALL?* AND SO *YOUNG?* AM I--

I DON'T KNOW--

LISTEN TO MY SQUEAKY *VOICE!* I'M A *KID!*

WHAT'S TO KNOW?

YOU FALL OFF THE BIKE, YOU GET BACK ON.

IT'S *NO BIG DEAL.*

YOU'LL FIGURE OUT HOW TO *BALANCE* AND THEN YOU'LL *NEVER FORGET* IT.

I THINK I REMEMBER THIS...

OH, MAN, I DO REMEMBER THIS!

PETER! STOP!

ANNA! ANNA! WATCH OUT!

I'M SORRY!

UFF!

SKRREEEE

PETER! ANNA! ARE YOU OKAY?

OH, GOSH, ANNA, I'M SO SORRY!

NO, BEN, I'M FINE.

PETER, ARE YOU OKAY?

YES, MS. WATSON.

I--I THINK IF PETER HADN'T OF HIT ME...

I MIGHT HAVE WALKED IN FRONT OF THAT CAR!

WHAT JUST--

NO GLASSES. WAIT, I'M OLDER AGAIN.

HOW DID YOU DO THAT?

I DON'T EVEN KNOW WHAT THAT--

HANG ON-- YOU KNEW THAT WAS HAPPENING?

YOU SAW ALL OF THAT WITH THE BIKE AND ANNA WATSON?

I REMEMBER YOU... YOU WERE LITTLE...

YOUR NAME IS PETER, ISN'T IT?

YOU REMEMBER ME?! THAT'S FANTAST--

SIR! UNHAND THAT MAN NOW!

HEY, GUYS, I CAN EX--

THERE! THE YOUNG ONE!

YOU'RE SURE?

YES, CAP. ON MY SCANNERS THAT MAN IS GLOWING LIKE THE SUN.

I'LL PUT UP A STASIS FIELD...

HRR--

KID, YOU ARE JUST ONE BIG PILE OF CHRONOLOGICAL CONTRADICTIONS.

SIR, IF YOU CAN PLEASE *STEP BACK*, WE'LL HANDLE THIS.

HANDLE WHAT?!

SAVING THE WORLD, SIR.

IT'S WHAT WE DO.

SIR, I ASSURE YOU, IRON MAN IS *NOT* HURTING HIM.

THEN WHAT THE HELL *IS* HE DOING?!

OKAY...

...I GIVE UP.

WHAT ARE YOU?

TONY... I...

I'M SPIDER-MAN.

....AND WHAT DOES THAT MEAN?

I WAS *REALLY* HOPING JUST SAYING IT WOULD *TRIGGER A MEMORY FOR YOU.*

SPIDER... *MAN?* HE ANY RELATION OF YOURS, JESSICA?

NO.

JUST SOME GUY WHO COULDN'T COME UP WITH AN *ORIGINAL NAME.*

I GOT *ZAPPED OUT OF HISTORY.*

I WAS AN *AVENGER* THIS TIME YESTERDAY, JUST LIKE YOU.

LET HIM OUT OF THERE. *PLEASE.* HE *WON'T* HURT YOU.

SIR--

HIS NAME IS *PETER PARKER.* HE'S MY NEPHEW.

MY SOMETIMES VERY NUTTY NEPHEW.

ANOTHER CHRONOQUAKE!
EVERYONE STAY CALM!
WE'LL GET THROUGH THIS TOGETHER!
IT'S GETTING WORSE--
THIS *ISN'T* WHAT HAPPENED BEFORE!
WHEN THE EARTHQUAKES HIT LAST TIME, I WAS *INSTANTLY* IN THE PAST.
THE QUAKE ISN'T CENTERED HERE.
IT'S IN MIDTOWN!
GET ME THERE!
ABSOLUTELY *NOT* SON. YOU GET INSIDE.
IT'S THAT OR STAND HERE AND LET THE QUAKE TEAR NEW YORK APART!
COME ON!
I'M FASTER THAN THE JET.
THE REST OF YOU PLAY CATCH-UP IN CASE I'M WRONG!

THE EPICENTER IS THERE. TOP FLOOR, FRONT CENTER, FACING THE STREET.

I CAN FEEL IT--

"--I'M GOING BACK AGAIN."

PARKER!

YOU COME IN HERE AND OFFEND ME WITH THESE--

I HESITATE TO CALL THEM *PHOTOGRAPHS!*

USING THAT WORD WOULD BE AN AFFRONT TO *WHOEVER THE HECK* INVENTED PHOTOGRAPHY--

LOUIS DAGUERRE--

I DON'T CARE WHO *INVENTED* PHOTOGRAPHY!

I JUST WANT YOU *OUT OF MY OFFICE!*

OH, MAN, THAT WAS CLASSIC. GETTING YELLED AT BY JONAH AGAIN...

AFTER THE REST OF TODAY, IT'S ALMOST PLEASANT!

IT'S WEIRD THE THINGS YOU CAN GET HOMESICK FOR--

OH! PETER!

BETTY BRANT! HEY!

I CAN'T BELIEVE I DIDN'T GET ANY ON ME.

I'M SORRY. I'LL GO GET THE OLD MAN HIS REFILL.

OH, I'LL DO IT. JONAH CAN WAIT ANOTHER TWO MINU--

BRANT! WHERE'S MY COFFEE?!

I TELL YA, PETE...

THIS IS JUST ONE MORE SIGN THAT I HAVE GOT TO GET OUT OF THIS SECRETARY FOR LIFE JOB.

I'M TOO SMART TO BE FETCHING COFFEE ALL THE TIME.

WELL?

IT WAS YEARS AGO.

I WAS TALKING TO BETTY BRANT WHEN SHE DECIDED TO TRY AND GET A BETTER JOB.

AS SOON AS I GOT NEXT TO THE BUILDING, YOU DISAPPEARED FROM MY FORCE BUBBLE.

THE QUAKE STOPPED INSTANTLY.

SO THE QUAKES ARE MY FAULT.

BUT YOU HAVE TO BELIEVE ME, TONY. I DON'T KNOW WHAT'S CAUSING THEM!

PETER! ARE YOU OKAY?!

I'M FINE. WHY IS UNCLE BEN HERE?

HE *REFUSED* TO STAY BEHIND WHEN WE LEFT TO CHASE YOU.

TONY, WHAT'S *NEXT?*

DO WE HAVE ANY MORE OF THESE QUAKES TO WORRY ABOUT?

I DON'T KNOW.

MISTER...PARKER WAS IT? ANY THOUGHTS?

EVERYTHING SO FAR HAS BEEN DIRECTLY *CONNECTED TO MY PAST.*

MY OLD HIGH SCHOOL. THE HOUSE WHERE I GREW UP. THE DAILY BUGLE.

IT JUST ALL SEEMS SORT OF...I DON'T KNOW... *UNIMPORTANT?*

MAYOR J. JONAH JAMESON?

HE'S *MAYOR* AGAIN?!

HE WAS MAYOR *BEFORE* I GOT ZAPPED AND NOW HE'S--

DAILY BUGLE
MAYOR
J JONAH JAMESON
ANNOUNCES
BUDGET
SURPLUS

ANOTHER ONE! THIS ONE'S NEARBY THOUGH.

MAP SAYS IT'S AT A SHOP CALLED THE COFFEE BEAN. LET'S GET YOU OVER THERE--

I CAN'T! BETTY QUIT BECAUSE OF ME! AND NOW JONAH'S *MAYOR* INSTEAD OF *PRESIDENT!*

DON'T YOU SEE? HISTORY IS CHANGING BACK TO THE WAY IT WAS!

BUT...THE WORLD IS SO MUCH BETTER OFF WITHOUT M--

TAKING YOU TO THE EPICENTER OF THE LAST QUAKE STOPPED IT BEFORE HALF OF MANHATTAN CRUMBLED!

GETTING YOU TO THIS EPICENTER COULD SAVE LIVES.

AND HE'S *RIGHT.*

OF COURSE HE'S RIGHT.

HE'S TONY STARK.

HE'S A *GENIUS* WHO MAKES A LIVING STAYING THREE STEPS AHEAD OF EVERYBODY ON EVERYTHING.

PEOPLE'S FATES *CHANGE.*

SOME FOR THE BETTER... SOME FOR THE WORSE...

IF YOU CAN REALLY JUDGE ANYTHING AS *BETTER OR WORSE...*

BUGLE

MAYOR JAMESON ANNOUNCES BUDGET SURPLUS

SO *ONE BY ONE,* I VISIT DIFFERENT PLACES--DOZENS OF THEM--WHERE I DID SOMETHING IN THE PAST.

SOME OF THE VISITS *MAKE SENSE.*

FINAL DAILY BUGLE

PRESIDENT JAMESO ANNOUNCES BUDGET SURPLU

OTHERS... NOT SO MUCH.

BUT WITH EACH EARTHQUAKE I STOP, *SOMETHING* ELSE CHANGES.

MY *FRIENDS REMEMBER* ME.

EARTHQUAKES STOP. PEOPLE ARE SAFE.

BUT WITH EVERY QUAKE I STOPPED, THE WORLD RETURNED ONE CLICK CLOSER TO THE WAY IT WAS...

RMAN OSBORN ANNOUNCES URE FOR CANCER

NORMAN OSBORN INCARCERATED

ALL EXCEPT FOR *ONE THING...*

ARE YOU OKAY, PETER?

YOU'RE TAKING THIS WHOLE THING EXTRAORDINARILY WELL.

YOU JUST ACCEPT I'M A *TIME-TRAVELING SUPER HERO* AND THE *AVENGERS*--

I KNOW YOUR *NAME*, PETER.

I KNOW YOUR *FACE*.

AND SOMEHOW I KNOW THE *LIFE* YOU'VE LED AS SPIDER-MAN *AFTER I DIED*.

YOU--

I DON'T HAVE A *HOW* OR A *WHY*. I DON'T EVEN THINK I CAN IMAGINE ONE.

BUT I REMEMBER THE DAY ANNA WAS HIT BY THAT CAR. I REMEMBER HER FUNERAL.

AT THE SAME TIME I KNOW SHE WAS OVER TO PLAY CARDS WITH YOUR AUNT LAST TUESDAY NIGHT.

I REMEMBER A FEW YEARS BACK, HEARING A NOISE DOWNSTAIRS AND GOING TO LOOK.

I REMEMBER HEARING A *GUNSHOT*.

BUT I KNOW *NONE OF THAT* EVER HAPPENED, DID IT?

THREE HOURS OF CIRCLING, BUT I FINALLY HAVE A PING.

PRETTY WEAK, BUT IT'S DEFINITELY ONE OF YOURS, PETER.

WHERE IS IT?

"IT'S AT HORIZON LABS."

YOU SHOULD HURRY!

UNCLE BEN...

THIS IS WHERE ALL THE TROUBLE STARTED.

WHAT IF THIS IS THE LAST ONE?

RUMBLE

GOOD! THAT WOULD BE GREAT!

BUT I CAN'T SEE HOW I'M DOING ANYTHING TO STOP THESE QUAKES--

I'M NOT DOING ANYTHING *IMPORTANT!*

SO MANY PEOPLE I'VE KNOWN HAVE *DIED*, OR *BEEN HURT*, OR--

AS *SPIDER-MAN* I COULD MAYBE USE THESE JUMPS IN TIME TO MAKE A DIFFERENCE IN *SO MANY* PEOPLE'S LIVES.

WHAT DO YOU THINK YOU'VE *BEEN DOING*, PETER?

YOU'VE BEEN HELPING THEM IN WAYS SPIDER-MAN *NEVER COULD.*

THEY NEEDED *PETER PARKER* IN THEIR LIVES!

JUST THE FACT THAT *YOU EXIST* HAS MADE THE WORLD A BETTER PLACE FOR COUNTLESS PEOPLE.

WHAT YOU'RE SEEING TODAY... IT'S NOT RIGHT. IT'S NOT REAL. AND THE WORLD IS TRYING TO TEAR ITSELF APART TO FIX IT.

SO GO HELP SOMEONE ELSE. I'LL BE RIGHT HERE WHEN YOU'RE DONE.

YOU'RE THE BEST GUY I EVER MET.

NAH...

...YOU ARE.

AND SUDDENLY I'M BACK IN GRADY'S LAB, JUST BEFORE THE CRAZY STARTS.

SO I HAD THIS IDEA, RIGHT?

IF I COULD STOP *TIME* FROM AFFECTING SOMETHING, THEN I COULD KEEP THAT THING FROM AGING.

SO, LIKE, *FOOD* WOULDN'T *SPOIL*.

BUT...WHAT AM I SUPPOSED *TO DO?*

IF I LET THE SCENE PLAY OUT, *THEN WHAT?* AM I *ERASED TWICE?*

HOW WOULD THAT EVEN WORK?!

DUDE, ARE YOU PAYING ATTENTION?

I-- YEAH.

COOL. BECAUSE THIS IS THE PART WHERE I'M HAVING TROUBLE AND I NEED A *SECOND OPINION.*

HERE, *PUT THESE ON* AND I'LL RUN A TEST FOR YOU ON THIS *LEAD BLOCK.*

I SHOULD *STOP HIM...*

UNCLE BEN...

GRADY--

OOPS! I FORGOT TO TURN ON THE NEUTRINO DECALCIFIER! GOTTA DO THAT, OR I MIGHT RIP A HOLE IN TIME! HEH. WOULDN'T WANT THAT!

GRRRIZZZ

PETE.

PETE? DUDE.

WHAT JUST HAPPENED?

I...DON'T KNOW?

I CAN'T REMEMBER.

GRADY, WHATEVER THIS THING IS DOING, I THINK IT MIGHT BE DANGEROUS.

YOU'RE RIGHT, PETE.

I'M TAKING IT APART.

THAT'S GREAT!

DUDE.

TRY NOT TO SOUND SO HAPPY ABOUT MY *TOTAL FAILURE*, YEAH?

ALWAYS HAVE TO TAKE MY STUFF APART.

I--I JUST MEAN I'M GLAD YOU'RE NOT LEAVING SOMETHING *DANGEROUS* LAYING AROUND.

IT'S GOOD TO KNOW YOU'RE NOT A *MAD SCIENTIST* IN TRAINING OR ANYTHING.

OH... HEY...I JUST REMEMBERED SOMETHING I NEED TO GO CHECK UP ON!

BE *CAREFUL* TAKING THAT THING APART, OKAY?

I KNOW BETTER THAN TO EXPECT HIM.

BUT THEN THERE HE IS...

UNCLE BEN? HOW ARE--

I JUST WANTED TO TELL YOU THAT I AM SO HAPPY I GOT TO SEE YOU AGAIN TODAY.

AND I COULD NOT BE MORE *PROUD* OF YOU.

WHAT?! NO! COME ON! I DID EVERYTHING--

I'M NOT SO SURE THIS ONE'S ABOUT YOU, PETER.

RUMBLE

UNCLE BEN!

IT'S OKAY. YOU'RE HERE.

YOU'RE IN THE WORLD, PETER PARKER...

...AND THE WORLD IS A BETTER PLACE FOR IT.

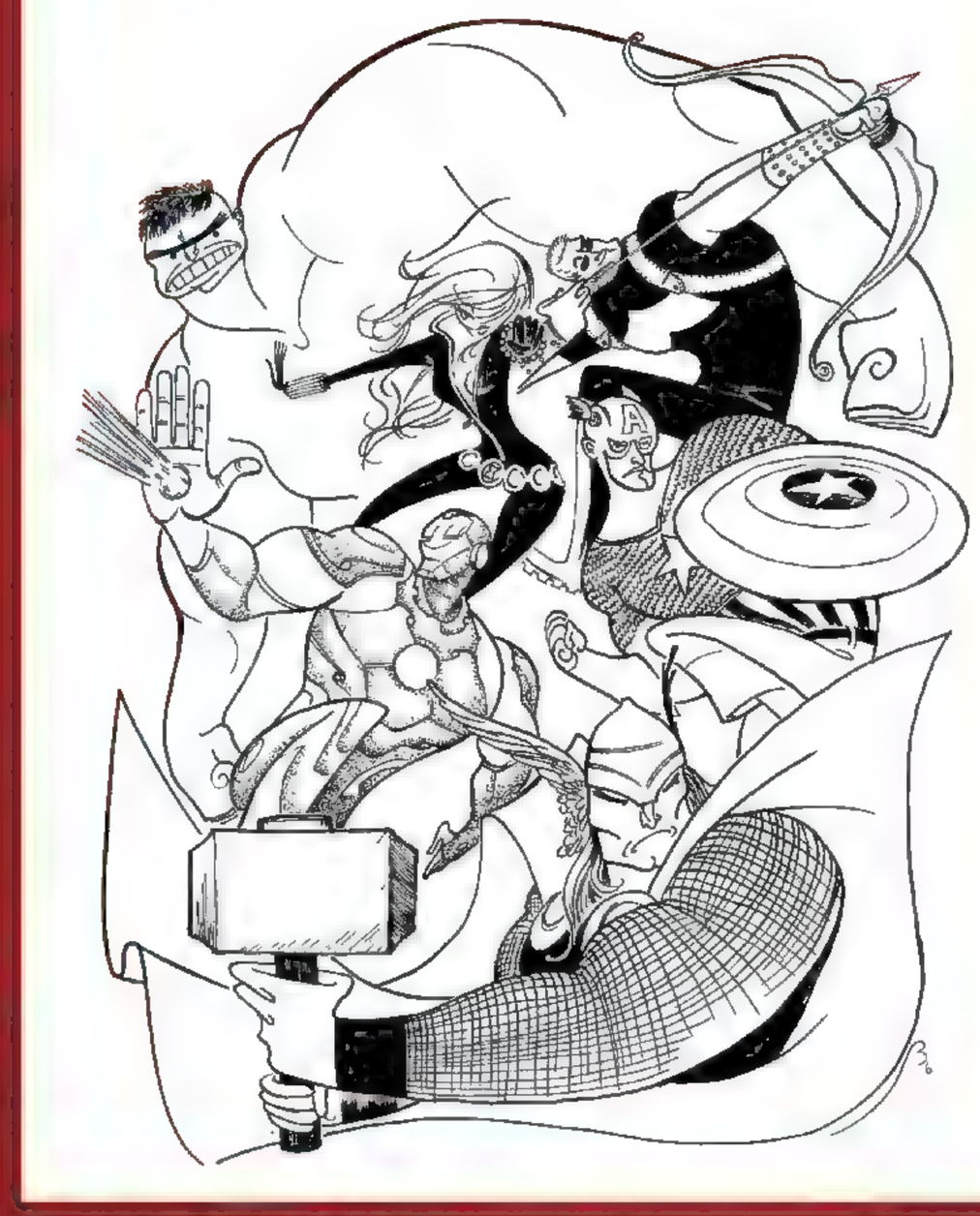
HEY, PETE!

IF YOU'RE DONE OUT HERE, I COULD SURE USE A HAND TAKING THIS THING APART.

YEAH, SURE THING, GRADY.

ALWAYS HAPPY TO LEND A HAND.

HORIZON



DAREDEVIL #11
AVENGERS ART APPRECIATION VARIANT BY
STEFFI SCHUETZE

AVENGING SPIDER-MAN #9
2ND-PRINTING SKETCH VARIANT BY
TERRY & RACHEL DODSON

AMAZING SPIDER-MAN #692
FAN EXPO VARIANT BY
J. SCOTT CAMPBELL & EDGAR DELGADO

AMAZING SPIDER-MAN #692
50TH ANNIVERSARY 1960S VARIANT BY
MARCOS MARTIN

TERRY DODSON
RACHEL

CAROL DANVERS! WAIT UP!

YOU ALMOST MISSED A *FREE FLIGHT* TO BOSTON, PARKER.

AM I LATE?

YES.

ARE YOU MAD?

NO.

REALLY...? 'CUZ I'M *PRETTY* LATE. THAT WHOLE "AM I LATE?" THING WAS A RUSE.

YOU'RE NOT GOING TO GET A RISE OUT OF ME, PARKER.

WELL, I DON'T WANT TO BRAG OR ANYTHING BUT GETTING A RISE OUT OF PEOPLE IS ONE OF MY MANY SUPER-POWERS.

NOT TODAY.

TA-DAAAA! ISN'T SHE A *BEAUTY?*

BOUGHT AND PAID FOR HER MYSELF.

YOU WANT ME TO GO UP IN THAT... THING?

HANG ON, I CAN FIX THAT...!

AND YES. GET IN.

CLANK

HO-WHOAA!

PLEASE. YOU SWING FROM SPITTLE OFF SKYSCRAPERS. YOU CAN HANDLE A LITTLE TURBULENCE.

DO YOU SEE ANY SKYSCRAPERS AROUND HERE? IF THIS THING FALLS OUT OF THE SKY, YOU CAN *FLY!*

WE'RE NOT GOING TO FALL OUT OF THE SKY, YA WHINER.

SAYS YOU!

WOULD YOU RELAX? I'VE GOT THIS.

I'LL TELL YOU A SECRET ABOUT ME...

I NEVER UNDERSTAND MY PLACE IN THE WORLD BETTER THAN I DO FROM RIGHT *HERE*.

NO *ALIEN TECH*, NO *MAGIC*. YOU PULL THIS LEVER AND THAT HAPPENS. PLAIN OLD EVERYDAY ALUMINUM, FIBERGLASS AND STEEL, AND YET--

HERE WE ARE--

FLYING.

-KOF-

YOUR TURN. TELL ME SOMETHING UNCOMFORTABLY HONEST ABOUT YOU.

ME? *PFFT.* I AM CONSTITUTIONALLY *INCAPABLE* OF THAT LEVEL OF SINCERITY...

WHICH, NOW THAT I THINK ABOUT IT, *IS* UNCOMFORTABLY HONEST. SEE WHAT I DID THERE?

CAN WE LAND NOW?

CHICKEN. COME ON...

TELL ME SOMETHING NOBODY KNOWS ABOUT YOU.

WHAT IS THIS, TRUTH OR DARE? *DARE!*

OR BETTER YET, THREE MINUTES IN THE CLO--

WHOA!

WHAT? I WAS KIDDING!

NOT YOU-- *THAT!* HOLD ON--

LOOK OOOOOOOOOUT!

SORRY. SORRY!

N24DL

ANYBODY YOU RECOGNIZE?

NOPE. I'M GOING TO SEE IF I CAN MOVE US IN A LITTLE CLOSER.

WE BETTER SUIT UP, JUST IN CASE.

WHOOOOAAAA--

SFZZZT

PLEASE DON'T LET ME FALL, PLEASE DON'T LET ME--

--SHE'S LOSING POWER--

I'M STALLING THE ENGINE.

ON PURPOSE?!

WE'RE GOING TO TRY TO GLIDE DOWN AND AROUND SO SHE DOESN'T GET WHIPPED INTO THE PROPELLER AND TAKE US OUT WITH HER.

CAN'T YOU JUST *CAPTAIN MARVEL* THIS THING UP IN THE AIR?

IF I TRY TO PUSH US UP FROM THE INSIDE I'LL BUST THROUGH THE ROOF. I'D HAVE TO CHOOSE BETWEEN SAVING YOU OR THE PLANE...

...AND I *JUST* BOUGHT THE DAMNED THING.

GO ON, GET OUT THERE...I TOLD YOU I'VE GOT THIS.

1...

GOOD NEWS, PARKER... SHE'S GOT THIS.

N2490L

2...

3...!

AHHH!

AHHH!

GOT HER!

GREAT. FIND OUT WHO THE *HELL* SHE IS. I'M RESTARTING THE ENGINE...

WHOA! THIS IS SO COOL.

NOT THE WORD I WOULD HAVE CHOSEN.

I CAN STICK TO SURFACES. YOU BE CAREFUL.

FWT FWT FWWWWWWWT

IS SHE CRIMINAL? DANGEROUS?

WHAT AM I, A COP?

I DON'T KNOW. I THINK SHE MIGHT BE CRAZY. DOES THAT COUNT?

HEY LADY, WHAT'S YOUR NAME?

I DON'T HAVE A NAME YET. I MEAN, I'VE GOT A NAME. I MUST HAVE. EVERYBODY'S GOT A NAME-- I THINK--I JUST DON'T HAVE A NAME NAME, YOU KNOW? I'M TOYING WITH "THE AMERICAN"-- IS THAT TAKEN?

I'M GOING TO DIE WITH A MANIAC. SWELL.

UUUH-OH...!

O CAPTAIN, MY CAPTAIN... I'M GETTING A SPIDEY TINGLE...

...OR I'M ABOUT TO THROW UP.

MISSILE INCOMING!

HOLD TIGHT!

AHHHH!

THIS IS BLACKBIRD BOSTON ON THE ZAKIM BRIDGE!

YOU ARE INTERFERING WITH THE APPREHENSION OF A FELONY SUSPECT. DISENGAGE IMMEDIATELY!

FELONY SUSPECT, HUH.

SORT OF?

SO THIS IS ALL A SIMPLE MISUNDER-STANDING. GREAT!

IF BEING ME HAS TAUGHT ME ANYTHING, IT'S THAT SIMPLE MISUNDERSTANDINGS ARE EASILY RESOLVED...

...AND NEVER RESULT IN PLUMMETING TO YOUR DEATH WHILE BEING SHOT AT FROM 9,000 FEET.

RIGHT?!

BOSTON LOCAL, THIS IS CAPTAIN MARVEL, GARRISON ALPHA MIKE MIKE THREE. IS THERE A TEMPORARY FLIGHT RESTRICTION ON THE ZAKIM?

CONFIRMING EMERGENCY PROTOCOL...

GARRISON ALPHA MIKE MIKE THREE, NEGATIVE. NO TFR ON THE ZAKIM AT PRESENT.

REPEAT. DISENGAGE--

--IMMEDIATELY!

WHOA! OKAY, CAN WE NOT DO THAT AGAIN, PLEASE?

THEN WHAT IS THAT THING? POLICE?

SPIDEY, SEE IF YOU CAN FIND OUT--

I'M *BUSY!*

AND LADY NUTS-ALOT HERE IS A LITTLE SLOW WITH THE INTEL.

"LADY NUTS-ALOT" IS A *TERRIBLE* NAME.

WE ARE BEING FIRED UPON BY AN AGENT OF *BLACKBIRD SECURITY*, CURRENTLY IN CAHOOTS WITH NATIONAL FEDERAL BANK IN A PLOT *AGAINST* THE AMERICAN PEOPLE!

NATIONAL FEDERAL? ARE YOU A *BANK ROBBER?*

NO, SIR! I AM A *CAMERALISTIC LIBERATOR.*

A WHAT?

CAMERALISTIC, OF OR PERTAINING TO PUBLIC FINANCE...

...SHE'S A BANK ROBBER!

WHOA!

HANG ON TIGHT, D.B. COOPER!

D.B. IS A TERRIBLE NAME.

BOSTON LOCAL, GARRISON ALPHA MIKE MIKE THREE DECLARE GARSA, DESCENDING TOWARDS ZAKIM BRIDGE.

GARRISON ALPHA MIKE MIKE THREE, ROGER GARSA, DO YOU REQUIRE ASSISTANCE?

WHEEEEEE!

BOSTON LOCAL, GARRISON ALPHA MIKE MIKE THREE, AFFIRMATIVE, SOMEONE IS SHOOTING AT ME!

SUGGEST A THREE-MILE NO-FLY.

ROGER GARRISON ALPHA MIKE MIKE THREE, CALLING ASSISTANCE, WILL ESTABLISH TFR.

WHEE!

TA-DAAAA!

CHOM

THIS IS NOT GONNA END WELL.

HAVE FAITH! YOUR FRIEND FLIES ON THE WINDS OF JUSTICE!

"MY FRIEND FLIES A CRAPPY HUNK OF JUNK.

"BUT IT'S NOT HER I'M WORRIED ABOUT."

SKREE

WARNING! YOU ARE UNDER SUSPICION AND WILL BE DETAINED!

WARNING!

YEAH, YEAH.

MR. DOOMED

OKAY, SO, THANKS FOR YOUR HELP, ANT-MAN! REALLY, YOU WERE AWESOME--I MEAN THAT.

I GUESS I'LL PROBABLY SEE YOU AT THE CLUBHOUSE OR WHATEVER.

WHOA! NO! NO, NO, NO, NO, NO--

--CRAZY BANK ROBBER LADY NO GO BYE-BYE!

WARNING! I AM AUTHORIZED TO USE LETHAL FORCE--

WARNING! I DON'T GIVE A--

SHRIKKK

LADY, HE'S ONE OF OURS!

STAND DOWN...

PLEASE.

DON'T YOU *LADY* ME, SON. I'M AN AVENGER.

NOW, I WANT YOU TO STEP BACK, *GET YOUR GUN OUT OF MY FACE...*

THAT WHICH I HAVE RECOVERED MUST BE RETURNED TO THE PEOPLE!

FINE, LIKE ROBIN HOOD. I GET IT.

ROBIN HOOD! YES! *YES!* LIKE ROBIN HOOD!

AND TURN YOUR FOCUS TO YOUR ROBOT PAL BEFORE HE TAKES ANOTHER RECKLESS SHOT!

PYEW

COME TO PAPA...

SNAP

HEY!

I GOT YOU, MISS...

TWHIP

ROBYN HOOD--WITH A "Y"...FOR FREEDOM.

ROBYN... THERE IS NO "Y" IN FREEDOM.

AND DON'T YOU FORGET IT.

YOU FIRE THAT THING ONE MORE TIME AND--

I OUGHT TO HAVE YOU DETAINED--

YOU GET OUT OF MY FACE *RIGHT NOW*--

HEY! *HEY!*

OR *WHAT?* HUH?

HE'S A SUB--A *SUBCONTRACTOR*, ALL RIGHT?

NATIONAL FEDERAL OFFERED TO *DONATE* THE BLACKBIRD SECURITY CONTRACT AND THE MAYOR DIDN'T HAVE MUCH CHOICE.

BUDGETS... WE DON'T LIKE IT ANY MORE THAN YOU DO.

GOT THAT, LADY?

I'VE GOT TWO KIDS AND *15 GRAND IN BONUS MONEY* RIDING ON BRINGING THAT CHICK BACK IN--DEAD OR ALIVE--AND THERE'S NO PENALTY FOR BODY-BAGGING HER ACCOMPLICES--

ACCOMPLICES?!

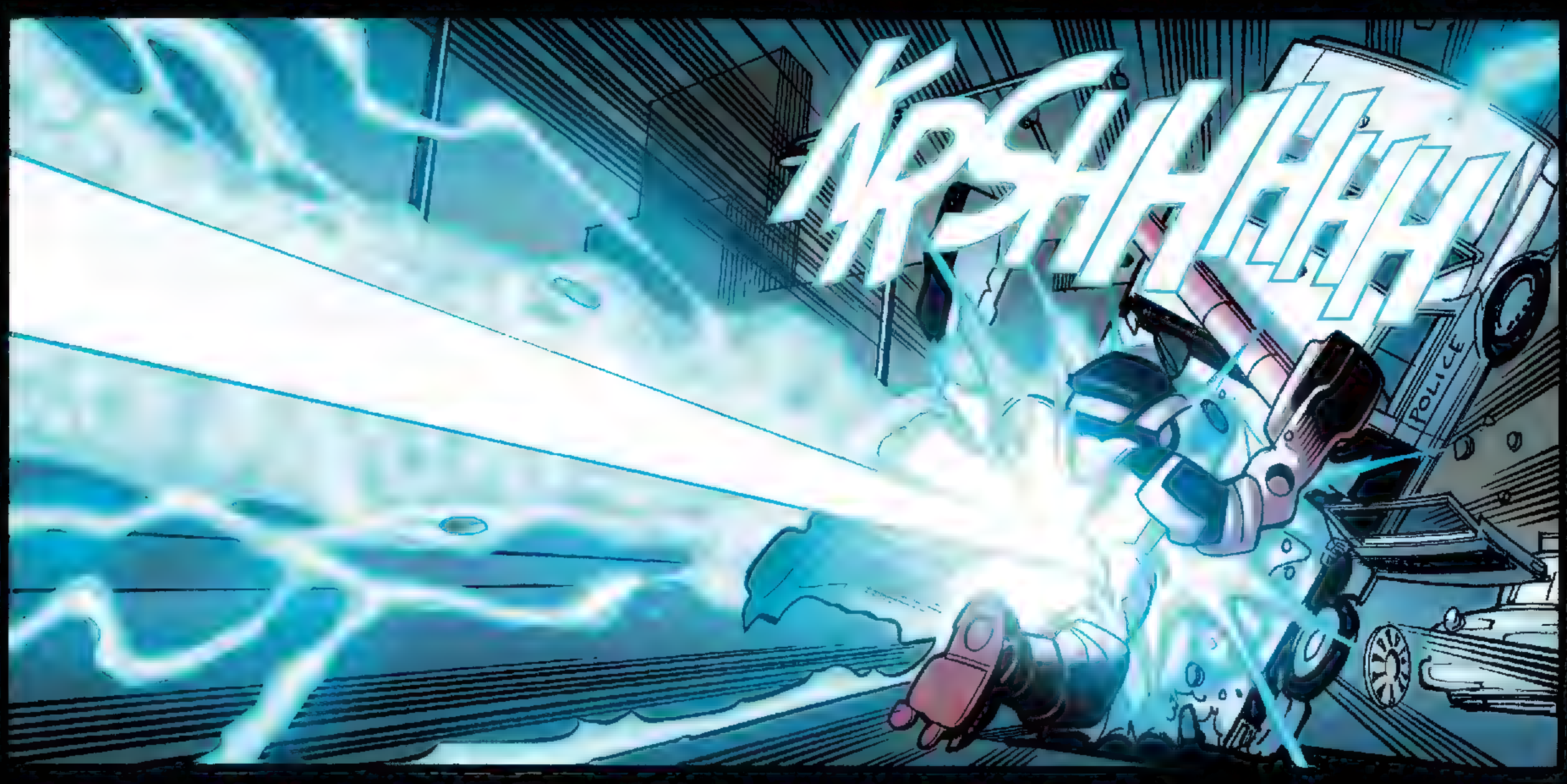
COULD BE FOR ALL I KNOW! YOU'RE NOT A *COP*--HELL, I DON'T EVEN KNOW IF YOU'RE *HUMAN*.

ALL YOU *NEED* TO KNOW IS--

ALL *YOU* NEED TO KNOW IS I TAKE ORDERS FROM THE *BANK*, THE *MAYOR* AND MY *GIRLFRIEND*.

AND WITH ALL DUE RESPECT, LADY...

...I AIN'T INTO *BLONDES*.



ON BEHALF OF BLONDES EVERYWHERE--

WE'RE NOT SO FOND OF YOU EITHER.

HELP!

SHE WON'T STOP TALKING!

WHILE WE SQUABBLE OVER WHO HEADS THE TABLE FOR A FEAST OF SCRAPS AND CRUMBS...

...OUR ENEMIES GROW FAT ON THE FORTUNES OF OUR CHILDREN.

...

SERIOUSLY, CAN WE JUST GIVE NOAM CHOMSKY THE MONEY IF SHE SHUTS--

YOU MUST DO AS YOUR CONSCIENCE DICTATES, MR. SPIDERMEN.

YEAH, IT'S SPIDER-*MAN*, NO MISTER. IT'S NOT LIKE MR. *FELDMAN*, IT'S--

HOOOO-WHEEET

OOO-KAY. THAT WAS AN OMINOUS WHISTLE. EVERYBODY STAY CALM. LET'S DO THIS NICE AND EASY...

OKAY, ROBYN-WITH-A-Y-FOR-FREEDOM...WAS THAT SUPPOSED TO DO SOMETHING?

NO, MR. FELDMAN.

WHATEVER BLOWS THEY MAY STRIKE AGAINST ME...

...WILL ONLY SERVE TO MAKE ME *STRONGER!*

=OOF= IT'S LIKE SHE'S GOT LEAD WEIGHTS IN THERE.

SHE'S NOT MOVING. WE NEED, LIKE, A TRACTOR OR SOMETHING.

JEEZ, YA DOPES CAN'T DO NOTHIN'--

GET UP!

HEY, NOW--

HEY!

BLASSSSTT

WHAT ARE YOU THINKING?! SHE DIDN'T DO ANYTHING!

ARE YOU OKAY? WHAT'S YOUR NAME? TELL ME YOUR NAME... C'MON, KID...

I AM...ROBYN H-HOOD, CHAMPION OF THE P-PEOPLE...

WHATEVER FORCE THEY MAY USE AGAINST *ME*...

UH-OH. SOME-THING'S--

...I RETURN TO THEM...

...A HUNDRED-FOLD!

GOTTA ADMIT...I DID NOT SEE THAT COMIN'!

HEY! HEY! DOWN HERE!

OKAY, LITTLE OVER-REACTION ON BOTH SIDES! LET'S JUST TAKE A DEEP BREATH AND--

WHEN THE SYSTEM FAILS THE PEOPLE, THE PEOPLE HAVE NO CHOICE BUT TO TAKE UP ARMS AGAINST THE BODY THAT HAS BETRAYED THEM!

CH-CHK

YEAH, I DON'T THINK MY LAMAZE COACH APPROACH IS GOING TO WORK HERE.

WHAT'VE *YOU* GOT?

LOWER YOUR WEAPONS!

MORE THAN I BARGAINED FOR.

ANYONE MOVES...YOU DIE!

TERRY DODSON
RACHEL

Zakim Bridge, Boston.

5

17

YOU ARE UNDER ARREST!

IV

LOWER YOUR WEAPON OR I WILL LOWER IT FOR YOU.

ARE YOU *TRYING* TO ESCALATE THIS SITUATION?

SHE ALREADY SURRENDERED AND *YOU CAN'T ARREST US.*

WHY? BECAUSE YOU'RE ABOVE THE LAW, "CAPTAIN MARVEL?"

NO, BECAUSE WE HAVEN'T DONE ANYTHING *WRONG!*

GUYS--

YOU DON'T GET TO JUST--

--ACTUALLY, I DO.

BLACKBIRD SECURITY IS A PRIVATE FIRM. WE ROUND 'EM UP, AND WE LET SOMEBODY ELSE SORT 'EM OUT.

GUYS--

THAT'S *NOT* HOW IT WORKS.

SURE IT IS.

YOU KNOW WHAT? I'M JUST GONNA HANDLE THIS.

BAD PLAAAAAAN!

EVERYONE, FALL BACK!

NICE OF YOU TO JOIN ME!

SO I GUESS YOU FINISHED YOUR LINCOLN-DOUGLAS DEBATE?

HE WAS *WRONG.*

SURE. AND I CAN SEE HOW MAKING THAT *CLEAR* WOULD BE MUCH MORE IMPORTANT THAN ACTUALLY--

--DON'T BLAST HER! SHE'LL *GROW!*

I KNOW!

I THOUGHT WE WERE *FRIENDS*, MR. SPIDER-MAN.

WE ARE! I SWEAR, WE ARE! BUT WE CAN'T JUST LET YOU *HURT* PEOPLE. YOU GET THAT, RIGHT?

THIS WOULD BE A GOOD TIME TO GET US OUT OF HERE.

WAIT.

FZZT

UH-OH.

BWOOM

ROBYN!

IS SHE OKAY?

SHE'S BREATHING. WE'LL NEED TO KEEP HER *SPINE* STABILIZED FOR TRANSPORT JUST IN CASE.

HOW DID YOU KNOW THE *ROCKET PACK* WOULD FAIL?

AREN'T YOU SOME KIND OF *GENIUS?* YOU'LL FIGURE IT OUT.

...

SQUARE-CUBE LAW! OF COURSE! NICE. I DIDN'T KNOW YOU WERE INTO PHYSICS.

I'M A *PILOT.* YOU WANT TO STAY IN THE AIR, YOU GET INTO PHYSICS.

HI. *CAPTAIN MARVEL,* AVENGERS. GIVE ME A MINUTE TO COORDINATE WITH OUR SPECIAL FACILITIES AND I THINK WE MIGHT BE ABLE TO TAKE HER--

EXCUSE ME! EXCUSE ME!

FRANK LARRIKIN, GENERAL COUNSEL, *NATIONAL FEDERAL BANK.*

THE *RG-026* IS THE JOINT PROPERTY OF NATIONAL FEDERAL AND BLACKBIRD INDUSTRIES. I'M AFRAID YOU CANNOT SEIZE OUR PROPERTY WITHOUT A WARRANT.

...I CAN'T TELL IF YOU'RE KIDDING.

MR. LARRIKIN, IF THAT *IS* THE CASE, I'M SURE YOUR PROPERTY WILL BE RETURNED TO YOU ONCE THE GIRL IS SAFE AND SECURED.

NOW, IF YOU WOULDN'T MIND STEPPING BEHIND THE--

NO, NO--YOU MISUNDERSTAND.

THE "*GIRL*" *IS* OUR PROPERTY.

?

SO OKAY, MS. ROBYN-WITH-A-Y... THE MASS OF THE ROCKET INCREASES BY THE *CUBE* OF GROWTH. SO, 2X GROWTH IS 8X *MASS*.

BUT THE CROSS-SECTION OF THE EXHAUST VALVE ONLY INCREASES BY THE *SQUARE* OF GROWTH. 2X GROWTH IS ONLY 4X ESCAPE MASS.

SO HOW WOULD THE GASES...

OH NO.

WAIT, YOU'RE SUGGESTING THAT YOUR *CORPORATION* HAS RIGHTS BUT THAT *GIRL* IS SOMEHOW PROPERTY?

CORPORATIONS ARE MADE UP OF *PEOPLE*, CAPTAIN MARVEL. AND *THAT* IS NOT A PERSON, THAT IS AN *EXPERIMENT*.

CAPTAIN--

HOLD ON, SHE'S A *ROBOT?*

I DON'T CARE, LISTEN TO ME!

SHE'S UP! SHE'S UP!

NO!

HOLD YOUR FIRE! EVERYBODY, HOLD YOUR FIRE!

WHAT IS IT?

SHE'S GOING TO EXPLODE.

ROBOCOP! YOU GET CIVILIANS IN THE IMMEDIATE VICINITY *OUT* AND *AWAY.*

OFFICERS! CONTACT THE MAYOR AND FIND OUT THE PROTOCOL FOR EMERGENCY EVACUATIONS.

IT'S *AGENT ADAMS.* AND I DO NOT TAKE ORDERS FROM YOU!

LOOK. I'M GOING TO ASSUME YOU LEARNED TO PILOT THAT THING BECAUSE *AT SOME POINT* YOU WANTED TO *HELP PEOPLE.*

MAYBE PAY WAS A FACTOR, AND GIVEN YOUR PEOPLE SKILLS, POSSIBLY A LACK OF OTHER OPTIONS, BUT *ULTIMATELY* YOU WANTED TO BE A GOOD GUY.

THIS IS YOUR SHOT! RIGHT NOW, THERE ARE A FEW *THOUSAND LIVES* THAT NEED YOUR PROTECTION.

YOU DON'T HAVE TO LIKE ME TO BE A HERO, AGENT ADAMS. *JUST BE A HERO.*

OR I WILL PUMP ENOUGH ENERGY INTO THAT SUIT TO MICROWAVE YOUR LIVER.

DID I SAY THAT OUT LOUD? SORRY. BLONDE!

NOW GO.

YOU OKAY UP THERE?

SO FAR...

WHAT EXACTLY *IS* SHE AND HOW DO WE FIX THIS?

WHAT *IT* IS, IS *PRIVATE PROPERTY*. AS I SAID, YOU'RE GOING TO NEED A WARRANT.

SHE'S AN *EXPERIMENT*. AN *A.I. TROJAN MODEL* WITH BIOLOGICAL COMPONENTS CULTURED FROM MUTANT DNA.

YOU! I'M WARNING YOU--

WHAT ARE YOU GOING TO DO, FRANK, *DOUBLE-FIRE* ME?

WE'LL SUE YOU.

I'LL LIVE.

WHO ARE YOU?

SHELLEY GODWIN. BLACKBIRD R&D. ER... *FORMERLY*.

I'M HER CREATOR.

DO YOU UNDERSTAND?

IF IT GOES, WE ALL GO WITH IT. NOW, IF YOU'LL JUST TAKE IT OFF--

LET'S GO FOR A WALK.

NO! NO WALKING! SITTING. SITTING VERY, VERY STILL!

CELTICS

THEY'RE MOVING! WHAT HAVE YOU GOT?

SHE'S EQUIPPED FOR WIRELESS. I'M TRYING TO GET INSIDE HER HEAD...

IS THAT NATIONAL FEDERAL PROPERTY?

BOSTON E

THIS IS MY *PERSONAL* LAPTOP, FRANK, AND IF YOU SO MUCH AS *BREATHE* ON IT, I'LL FORWARD YOUR ENTIRE EMAIL ARCHIVE TO YOUR WIFE.

YOU COULDN'T DO THAT.

WANNA BET?

YOU DO NOT HAVE AUTHORIZATION--!

LARRIKIN'S BLUFFING. HER *LEGAL STATUS* IS COMPLICATED.

THE BANK WANTED EYES AND EARS IN THE OCCUPY MOVEMENT, SO I WROTE CODE FOR THAT PERSONALITY, BUT SHE--

--IT STARTED ADDING TO THE CODE.

WHAT CAN WE DO TO STABILIZE THE ROCKET PACK?

THAT'S JUST IT! SHE WAS NEVER SUPPOSED TO *HAVE* A ROCKET PACK.

DAMMIT!

I CAN'T GET IN THIS WAY. I'LL HAVE TO THINK OF SOMETHING ELSE.

THINK FAST.

"I THINK YOUR BUNDLE OF JOY IS LOOKING TO BLOW UP THE BANK."

WE'RE FRIENDS YOU SAID, RIGHT?

I THINK SO, MR. SPIDER-MAN.

I DON'T KNOW HOW LONG WE'VE GOT UNTIL THAT THING ON YOUR BACK GOES BOOM.

HONESTLY, I'M NOT SURE WHY IT HASN'T GONE OFF *ALREADY*.

BUT I'M PRETTY SURE IT'S NOT LONG ENOUGH TO GET EVERYONE OUT OF THIS BUILDING AND FAR AWAY FROM HERE.

THE PEOPLE--

LET ME FINISH, OKAY? SINCE WE'RE FRIENDS?

OKAY, MR. SPIDER-MAN.

THIS IS *YOUR TOWN*, ROBYN. YOU'RE HER *PROTECTOR*, OKAY?

THE OLD STATE BUILDING DOWN THERE? THE *DECLARATION OF INDEPENDENCE* WAS READ FROM *THAT BALCONY*.

I THINK. I TENDED TO FALL ASLEEP IN HISTORY SO I COULD BE WRONG ABOUT THAT.

MY POINT IS THAT WHILE I CAN'T GET BEHIND THE WHOLE *BANK ROBBING* THING, THE PART WHERE YOU STAND UP FOR THE LITTLE GUY? THE PART WHERE YOU WON'T PUT *THINGS* OVER *PEOPLE*...

THAT IS YOUR KEY TO THE CLUBHOUSE, ROBYN. BOSTON SORELY NEEDS A PROTECTOR *JUST LIKE YOU*.

AND THAT IS WHY YOU HAVE TO--VERY CAREFULLY--TAKE OFF THE PACK AND LET OUR *OTHER* FRIEND *CAPTAIN MARVEL* TAKE IT SOMEWHERE FAR AWAY FROM HERE.

BECAUSE BLOWING A HOLE IN THE MIDDLE OF BOSTON ISN'T YOUR STYLE, ROBYN. THIS ISN'T WHAT PROTECTORS *DO*.

HEE HEE HEE HEE HEE

NOT THE CRAZY PERSON LAUGH. ANYTHING BUT THE CRAZY PERSON LAUGH.

THINK, SHELLEY. THINK!

YOU'RE VERY SILLY, MR. SPIDER-MAN.

YEAH, THAT'S ME. SILLY WILLY MR. SPIDER-MAN. THIS IS NOT WEIRD AT ALL.

I'M NOT HERE TO *HURT* ANYONE.

MY PACK *COULD* BE REMOVED, I S'POSE, WITH A BLOWTORCH AND A COUPLE OF CROWBARS, MAYBE BUT...

I CAN FEEL THE PRESSURE BUILDING. I'M RUNNING OUT OF TIME.

BUT HEY! BRIGHT SIDE!

WE CAN SEE *THE WHOLE CITY* FROM UP HERE!

OKAY TIME'S UP.

WAIT, WHAT?!

PUNCHY LADY?

RIGHT HERE.

A BOOST?

WHOA! HUH-UH! COME ON NOW--

WE HAVE TO HURRY.

WHAT'S GOING ON UP THERE? DO YOU HAVE ANY IDEA HOW *VALUABLE* THAT DEVICE IS? I *DEMAND*--

FRANK, I PROMISE YOU, I VALUE THAT *"DEVICE"* MORE THAN YOU CAN EVEN BEGIN TO IMAGINE.

COME ON, COME ON, COME ON...!

YOU ARE A PERSON, WILLY. AND I AM A *THING*. THANK YOU FOR BEING MY FRIEND.

ONE, TWO...

"...THREE."

OPEN, OPEN, OPEN...

I NEED ONE MORE MINUTE--

NO, NO, NO, NO, NO--

WHAT IS IT? WHAT'S HAPPENING?

KA-BLAM!

New York.
ONE WEEK LATER.
HEY, PARKER.
THAT DOESN'T LOOK GOOD.
YEAH... IT'S NOT GOOD.
I'M SORRY.
FEH. IT'S JUST A MACHINE, RIGHT?
OH...PETER. I'M SORRY. THAT WAS CALLOUS OF ME.
PFFT. NO, NO...
I MEAN, YES, YOU'RE KIND OF A MONSTER, REALLY, BUT IT'S OKAY. I KNEW WHAT YOU MEANT.
WHERE WOULD I BE WITHOUT YOUR GENEROSITY OF SPIRIT?
LOST, ALONE, ADRIFT.
I HAVEN'T FORGOTTEN, BY THE WAY.
FORGOTTEN...? WHAT?
YOU OWE ME.
SOMETHING ABOUT YOU THAT NOBODY ELSE KNOWS.
SOMETHING... SECRET.

I'M DRAWING A BLANK.

I DON'T EVEN REMEMBER IF I'M RIGHT-HANDED OR LEFT-HANDED RIGHT NOW.

YOU'RE RIGHT-HANDED. AND CHICKEN.

KINDA! WAIT--!

HUH...

NOT THE KIND OF THING YOU WERE LOOKING FOR?

NO. NO, NOT EVEN CLOSE.

RIGHT. OKAY. WELL, I SHOULD PROBABLY GO NOW.

PARKER!

I'M LEAVING, I SWEAR.

NO, I WAS JUST THINKING...

NEXT TIME YOU'RE GOING TO BOSTON...

GIVE YOU A LIFT?

IN *THAT?*

YEAH.

YEAH... YEAH, OKAY.

OKAY.

FUTURE FLORA ROBOTICS

SHELLEY?

AH!

I'M SORRY, DID I *STARTLE* YOU? I JUST WANTED TO MAKE SURE YOU WERE GETTING SETTLED IN OKAY.

FOUND THE COFFEE! I'M FINE--THANK YOU SO MUCH. JUST GETTING SOME OF MY *RESEARCH* TRANSFERRED OVER.

GREAT. YOU KNOW WHERE TO FIND ME IF YOU NEED ANYTHING.

I DO. THANK YOU.

<<< _
<<<_Where am I?
>>> Safe. Do you know who you are?
<<<_RG-026. I prefer "Robyn."
>>> Do you know who I am, Robyn?
<<<_...

...Mother?

AVENGING
SPIDER-MAN
SAWNIE '12

New York City.

THE GUY RUNNING AWAY IS COPPERHEAD, MEMBER OF THE VILLAINOUS SERPENT SOCIETY.

STOP!

DUKE, STOP HIM!

ARE YOU CRAZY?! THAT'S--

LOOK, HIS NAME ESCAPES ME, BUT STILL--

PUT IT DOWN.

OH, THANK GOD!

SPIDER-MAN'S ABOUT TO SAVE ME AN UNCOMFORTABLE PHONE CALL TO CORPORATE.

IS IT BAD THAT I'M MORE EXCITED TO HEAR HIM *ZING* A GUY IN A SNAKE SUIT?

THIS IS GONNA BE GOOD.

SPIDER-MAN...

...I HOPE YOU APPRECIATE WHAT A MASSIVE MISTAKE IT WAS TO MAKE ENEMIES OF THE *SERPENT SOCIE--*

GARK--

CRACK

WHOA-- WAIT A MINUTE!

NO ONE THROWS COPPERHEAD!

--ARCK!

HEY, LADY!

CALL THE COPS. I'M LATE.

NOT ONE ZING?

HE WAS IN A HURRY.

I THOUGHT WE'D AT LEAST GET A ONE-LINER ON HIS WAY OUT...I MEAN, AM I CRAZY OR DID HE PHONE THAT ONE IN?

NO...

IT WAS WEIRD.

THWIP

Queens, New York.

YEP, AN HOUR LATE, ON THE DOT.

I TOLD YOU WE SHOULD'VE LEFT AT NOON.

THIS IS MY NEPHEW WE'RE TALKING ABOUT, JAY. WHY WOULD WE POSSIBLY WANT TO GET HERE ON TIME?

AN HOUR LATE IS JUST ABOUT PERFECT.

BUT YOU'RE SURE HE'S COMING?

DON'T BE SILLY, HONEY.

HE'LL BE HERE.

I'LL BE BACK IN AN HOUR.

THANK YOU.

PARKER

IT WAS MY FAULT, YOU KNOW.

PARKER

BEN PARKER

R.I.P.

R.I.P.

I KNOW...

I KNOW...
I KNOW...
I KNOW...

YOU SAY THAT EVERY YEAR.

AND YOU NEVER LET ME EXPLAIN.

THAT'S BECAUSE THE IDEA IS SO PROFOUNDLY STUPID.

HEH. SAYS YOU.

ABSOLUTELY "SAYS ME."

Then.

DIDN'T YOU HEAR ME, PETER?! I TOLD YOU TO STAY IN YOUR ROOM!

YOU FOLLOWED THE POLICE, DIDN'T YOU?

ARE YOU OKAY, PETER? DID THEY CATCH HIM? DID--

IT... IT WAS *ME.*

IT WAS MY FAULT.

OH, PETER...

I'LL HEAR NONE OF THAT...

MISSED YOU.

YOU TOO.

HOW'S JAY?

OH, STOP. NOT IN FRONT OF BEN...

COME ON, AUNT MAY. HE'D WANT YOU TO BE HAPPY.

I KNOW... HE *WOULD*. BUT WE MADE *YOUTHFUL PROMISES* TO EACH OTHER. LIKE ALL KIDS DO.

THERE'S JUST NO NEED TO THROW IT IN HIS FACE.

YOU DON'T THINK HE'S UP THERE WATCHING US *ALL* THE TIME, DO YOU? I'D HATE TO THINK HE'D SEE ME AND JAY--

UH, YOU'RE RIGHT. LET'S NOT TALK ABOUT THIS HERE.

I MEAN, I THOUGHT THAT PART OF MY LIFE WAS OVER, BUT--

SAY NO MORE. GOT IT.

SOMETIMES I'D SWEAR JAY'S REALLY A 25-YEAR-OLD--

AUNT MAY--

GOT. IT.

OH, PETER. ALWAYS SUCH A *SENSITIVE* BOY...

YOU HAVE TO TRY AND GO TO SCHOOL TODAY, SWEETHEART.

BEN WOULDN'T WANT YOU MISSING SCHOOL.

DOES IT GO AWAY?

WHAT?

THIS FEELING.

IS IT GOING TO GO AWAY?

I...

I...

BEN WOULDN'T WANT YOU MISSING SCHOOL.

I THOUGHT NOW WOULD BE A GOOD TIME TO TELL YOU... I KNOW BEN ALWAYS SAID EDUCATION WAS THE MOST IMPORTANT THING, SO I'M STARTING A SCHOLARSHIP. IN HIS NAME.

"THE BENJAMIN PARKER SCIENCE GRANT."

WITH HORIZON LAB'S HELP, IT WILL--

PSSHAW-- HA!

WHAT?

"THE BEN PARKER--" HAHA! I'M SORRY, BUT A SCIENCE GRANT? IF YOU PUT YOUR EAR TO THE GROUND YOU CAN PROBABLY HEAR BEN SPINNING IN HIS GRAVE.

WHAT?! YOU ALWAYS TOLD ME BEN THOUGHT EVERYONE SHOULD GO TO COLLEGE!

BECAUSE I WANTED YOU TO GO. PETER, ONE OF BEN'S PROUDEST MOMENTS WAS BARELY GRADUATING HIGH SCHOOL.

SCIENCE GRANT. THAT'S RICH.

BUT HE BOUGHT ME THAT MICROSCOPE...

UNDER DURESS. IF I HADN'T THROWN A FIT HE WOULD HAVE BROUGHT HOME ANOTHER BASEBALL MITT "JUST TO SEE IF IT'D TAKE."

IF YOU REALLY WANT TO HONOR BEN, YOU SHOULD BUY SOME SMART, YOUNG STUDENT SEASON TICKETS FOR THE METS.

UH-OH, I KNOW THAT LOOK...

HE'S GETTING A SCHOLARSHIP.

AND HE'D REALLY BE TOUCHED ABOUT IT.

SAYS YOU.

ABSOLUTELY "SAYS ME."

KEEP IT UP AND I'M GIVING YOU ONE, TOO.

PETER PARKER, DON'T YOU DARE. YOU KNOW I DON'T DO WELL IN THE SPOTLIGHT.

IT'S NORMAL, WHEN WE LOSE SOMEONE WE LOVE, TO SAY THAT WE WOULD GIVE ANYTHING TO SEE THEM FOR JUST ONE MORE MOMENT.

THAT *ONE MORE MOMENT* WOULD BE ENOUGH.

TODAY

MEMORIAL SERVICES FOR BENJAMIN PARKER

I CAN'T SAY THAT.

IF I HAD ONE MORE MOMENT I'D JUST WANT ANOTHER.

THEN ANOTHER.

THE TRUTH IS WHEN YOU *LOVE* SOMEONE LIKE I LOVED BEN...

ONLY ONE MORE MOMENT WOULD BE...TOO PAINFUL TO BEAR...

YOUR AUNT HAD A LOT OF GOOD THINGS TO SAY TODAY, PETER...

TH-THANKS, MISTER WEISS.

I HAVEN'T SEEN HER FOR A WHILE. MAYBE YOU SHOULD GO CHECK ON HER.

AUNT MAY?

I'M A LIAR, PETER...

A TERRIBLE, TERRIBLE LIAR.

I'D GIVE ANYTHING FOR JUST ONE MORE MOMENT.

ANYTHING...

IT'S FUNNY, ISN'T IT?

WHAT'S THAT?

HOW WHEN HE DIED IT FELT LIKE THE WORLD HAD ENDED. HOW NOTHING WOULD EVER BE ***NORMAL*** AGAIN. HOW THE JOY HAD LEFT US.

BUT IT'S BEEN ALL THESE YEARS...AND HERE WE ARE. TALKING. SMILING.

THE WORLD KEPT SPINNING.

OF COURSE, YOUR WORLD SPINS AN HOUR OR TWO BEHIND EVERYONE ELSE'S, BUT STILL...

OH, YEAH... SORRY I WAS LATE.

THAT'S OKAY, PETER. IT'S FUN TO TEASE YOU.

IT MUST HAVE BEEN HARD ON YOU. I KNEW HOW TO ***NURTURE*** YOU, BUT BEN WAS YOUR ***STRENGTH.***

NOW WHO'S BEING FUNNY?

AUNT MAY, YOU WERE MY "*MOTHER.*" YOU KNOW FULL WELL--

--I WOULD ***NEVER*** HAVE MADE IT WITHOUT YOU.

PETER.

IT'S TIME TO GET UP.

IT WAS MY FAULT, AUNT--

NO MORE OF THAT.

THIS THING WE'VE BEEN ASKED TO BEAR...AS *UNNATURAL* AND *WRONG* AS IT FEELS... IT'S A PART OF LIFE. IT'S *NORMAL*.

THAT MAY BE THE HARDEST PART.

IT'S TIME TO GET UP, PETER.

I KNOW HOW YOU'RE FEELING. BEN *PROTECTED* YOU. ALLOWED YOU TO BE A CHILD. NOW HE'S GONE AND YOU *CAN'T* BE A CHILD ANYMORE.

I WAS AN ADULT WHEN MY PARENTS PASSED AND I FELT THE SAME WAY.

WE ALL DO. BUT THERE COMES A TIME.

NOW... GET UP.

AM...AM I ALWAYS GOING TO FEEL THIS WAY?

YOU'RE WOUNDED, PETER. IT'S A WOUND THAT STAYS WITH YOU. CHANGES YOU.

"YOU'LL SEE THE PAIN OF THIS WORLD MORE READILY. YOU KNOW IT'S THERE NOW.

"YOU WON'T BE ABLE TO IGNORE IT.

"YOU'LL SEE THAT LIFE IS TEMPORARY.

"FRAGILE.

"THAT EVERY DEATH IS AS IMPORTANT TO SOMEONE AS BEN'S WAS TO YOU...

"...THAT EVERY LIFE IS WORTH PROTECTING."

AND YOU'LL FEEL WEAK WHERE BEN'S STRENGTH USED TO PROP YOU UP.

BUT YOU'LL HONOR HIM BY STANDING ON YOUR OWN.

HERE LIES
OER-MAN
AIN BY
UNTER

BECAUSE YOU'LL SEE THAT BEN TAUGHT YOU HOW TO BE *STRONG*, AND YOU'LL SHOW THE WORLD THAT HIS *STRENGTH* STILL SUSTAINS YOU.

YOU'RE GOING TO HELP PEOPLE, PETER. I KNOW YOU ARE. BECAUSE BEN WOULD.

YOU WON'T LISTEN TO ME. I'M NOTHING LIKE UNCLE BEN.

HOW DO YOU KNOW, PETER?

UNTIL NOW...

"UNTIL NOW YOU HAVEN'T HAD TO BE."

I SAID ALL THAT?

WELL, THEN. MAYBE I DO DESERVE A SCHOLARSHIP.

OR AT LEAST LUNCH. ARE YOU HUNGRY, PETER? WE COULD--

WAIT.

I THINK SO. THAT'S HOW I REMEMBER IT, AT LEAST.

I...I WANT YOU TO KNOW THAT I DO...YOU KNOW...

I DO HELP PEOPLE.

I KNOW I'VE SEEN...

NO, I MEAN...I KNOW I COME OFF AS A BIT OF A SCREW-UP, BUT I WANT YOU TO KNOW...

I MEAN, ALL THAT STUFF YOU SAID I'D DO...I...

...I THINK BEN WOULD...

PETER.

I KNOW.

AND SO DOES HE.

NOW, LET'S GET GOING, SHALL WE?

KER

BEN PARKER

R.I.P.

IT *WAS* MY FAULT THOUGH.

WHY ON EARTH DO YOU THINK THAT WOULD MAKE ONE BIT OF DIFFERENCE?

YOU THINK HE'D CARE?

I JUST... I JUST WISH HE COULD HAVE SEEN WHAT BECAME OF ME.

HE DID, PETER. HE SAW IT A LONG TIME BEFORE YOU DID.

NOW, LET'S LET HIM GET SOME REST.

BEN PARKER
1908-1994
R.I.P.
R.I.P.

AMAZING SPIDER-MAN #692
50TH ANNIVERSARY 1970S VARIANT BY
MARCOS MARTIN

AMAZING SPIDER-MAN #692
50TH ANNIVERSARY 1980S VARIANT BY
MARCOS MARTIN

AMAZING SPIDER-MAN #692
50TH ANNIVERSARY 1990S VARIANT BY
MARCOS MARTIN

AMAZING SPIDER-MAN #692
50TH ANNIVERSARY 2000S VARIANT BY
MARCOS MARTIN

AMAZING SPIDER-MAN 692

FOR THE SAKE OF MY OWN SANITY THERE'S ONLY ONE THING LEFT TO DO...

HUFF-HUFF-HUFF

SPIDER-MAN FOR A NIGHT

HUFF-HUFF-HUFF

BEA ARTHUR ON A BIKE!

SKIDDD

HUFF-HUFF-WHEEZE. I'VE HIT THE JACKPOT!

IF ONLY OLIVIA COULD BE HERE TO SEE THIS, SHE'D THROW A TICKER TAPE PARADE!

SKP-SKP-SKP

IF I LOOK LIKE A SUPER HERO--

COUGH÷HACK÷WHEEZE--

THEN I AM A SUPER HERO!

KLANG BLUMP

SKP-SKP-SKP

UNNFF

WHAT THE-- HEY!

SKFFFFFF

SPIDER-MAN!?!

DIDJA HAPPEN TO EYEBALL A ROBBER DRESSED IN BLACK BEATING FEET?

HE WENT THAT WAY! *HURRY!*

THINK HE MIGHT'VE FORGOT SOMETHING?

OH! SEE...I GRABBED THE BAG OF STOLEN CASH WITH MY SPIDER-WEB.

I WAS GOING TO BRING IT BACK TO THE BANK, POST-HASTE!

SMACK

BALDERDASH!

I OUGHT TO ARREST YOU FOR LOITERING AND INDECENT EXPOSURE.

GO HOME, YA FREAK!

OW! OW! OW!

I AIN'T GOING HOME UNTIL *AFTER* I MAKE A BIG SCORE FOR MY SWEET, PRECIOUS OLIVIA.

THE DAILY BUGLE

SPIDER-MAN

MENACE TO SOCIETY

PAWN SHO

EMPTY THE CASH REGISTER AND GIVE ME ALL YOUR DIAMONDS, PEARLS, AND GOLD, *RIGHT NOW!*

THE *DAILY BUGLE* WAS RIGHT ABOUT YOU.

BASH

OW!

PLUNK

AND STAY DOWN, SPIDER-BURGLAR, OR I'M GONNA WRAP YOUR CROWN WITH A VINTAGE NINE-IRON!

OW! OW! OW!

YOU'RE NO MENSCH TO SOCIETY, YOU'RE A MENACE TO SOCIETY!

CLICK CLICK CLICK

HUH?

AND STAY OUT, SPIDER-PUNK!

CRASH

I'M HOME.

KCK

YOU!

SHE LOVES YOU.

OLIVIA?

YOUR GRANDFATHER ASKED ME TO MEET YOU.

HE TOLD ME HOW GREAT AND BEAUTIFUL YOU ARE AND HOW MUCH HE WISHED HE COULD EASE YOUR PAIN AND HAD THE MONEY TO PAY FOR MORE TREATMENTS.

AW, GRANDPA.

THERE ARE ONLY SO MANY PEOPLE A SUPER HERO CAN SAVE IN ONE DAY.

IT TAKES MORE TO BE A SUPER HERO THAN JUST DRESSING LIKE ONE.

THANK YOU, SPIDER-MAN.

Thank you, Stan Lee, Steve Ditko, and John Romita.

End

TriBeCa.
THE APARTMENT OF PETER PARKER.

YAAAAAAAAAAAAWN!

MAN, IT FEELS GOOD TO SLEEP IN...

OH CRAP.

I SLEPT IN!

JUST RIGHT

HEY! HOLD UP!

FIGURES. ON THE EVE OF MY TRIUMPHANT RETURN TO MY ALMA MATER AS A *GUEST LECTURER*, I SPEND THE WHOLE NIGHT GETTING *POUNDED* ON BY SOME SCHNOOK WHO THINKS HE'S THE SECOND COMING OF THE *SCORPION*.

ON THE UPSIDE, HE PUNCHED LIKE *AUNT MAY*.

MAX SET THIS UP, SENDING *ME* AS *THE* REPRESENTATIVE OF HORIZON LABS, AND I'M GOING TO MISS IT!

BUS! BUS! BUS! BUS!

HEY!

COME ON, MAN!

I'M RIGHT HERE! YOU CAN SEE ME!

TAXI!

LADY, I'M SORRY, I HAD THIS ONE--

BONK

HOW RUDE!

MAYBE...

DON'T EVEN *THINK* ABOUT IT.

OH... NO, I...

=SIGH=

WELP, I GUESS I'LL DO IT THE *OTHER* WAY.

OUT OF THE WAY, FOLKS, DASHING *SUPER HERO* COMING THROUGH.

AND ABOUT TEN MINUTES AWAY FROM MISSING MY OWN LECTURE.

EVEN WHEN THINGS ARE GOING GREAT, I'M STILL SCREWING THEM UP.

YOU'RE KILLING ME, KID.

AWW...I WAS HOPING TO SEE BATM--

LOOK, MOMMY!

IT'S *SCARLET SPIDER!*

AND HE'S WEARING HIS OLD COSTUME!

I NEED TO FIRE MY PUBLICIST.

FIRST, I NEED TO GET A PUBLICIST TO FIRE.

WHO AM I KIDDING? IF BEING AN *AVENGER* DIDN'T FIX MY--

GAAAAAH!

EIGHT MINUTES TO GET TWENTY BLOCKS, AND SAVE A DAMSEL IN DISTRESS?

9:52

SURE, WHY NOT?

GET OFFA ME!

KICK

WHY NOT PICK ON SOMEBODY YOUR OWN SIZE?

OR TEN TIMES YOUR STRENGTH.

WHICHEVER YOU CAN FIND.

AND *THAT'S* WHY WE DON'T MUG LADIES IN ALLEYS.

LET ME HELP YOU UP, MA'AM.

WHO YOU CALLIN' MA'AM, DUDE?

OH, JEEZ, SORRY, YOU... SCREAM LIKE A LADY.

LOOK, I JUST THOUGHT HE WAS ATTACKING--

HE?

MAN, THAT'S MY WIFE!

Oy gevalt.

I'M SORRY, BUT, IF SHE WAS HURTING YOU...

DOMESTIC ABUSE CAN BE A SERIOUS--

I'LL SHOW YOU DOMESTIC ABUSE!

NOT IN THE FACE!

50 Seconds Later...

C'MON, PETE, YOU'VE GOT THE PROFESSOR'S NUMBER, RIGHT? JUST CALL, TELL HIM YOU'RE RUNNING LATE, NO PROBLEM.

WHY DON'T I EVER ENTER ANYBODY'S NAMES?

HERE!

HE'LL UNDERSTAND, RIGHT? I MEAN, I'M A MAX MODELL CERTIFIED GENIUS, *OF COURSE* I'M RUNNING LATE.

I'M PROBABLY INVENTING A DRUG THAT'S CURING CANCER OR SOMETHING...

ONE RINGY DINGY.

TWO RINGY DINGY.

THREE RINGY--

IS THAT... SMOKE?

PROFESSOR, I--

--AM NOT GOING TO MAKE IT. I'VE GOT A FIRE TO PUT OUT.

WHAT? I'M SORRY, YOU'RE BREAKING UP. DID YOU SAY A FIRE?

MR. PARKER? ARE YOU THERE?

WELL, THAT WOULD'VE BEEN EMBARRASSING.

NEVER FEAR, YOUR FAVORITE WALL-CRAWLER IS HERE!

AND I'M GOING FOR A GOLD MEDAL IN SAVING PEOPLE FROM A BURNING BUILDING!

I SHOULD REALLY START CHARGING FOR THIS.

F.D.N.Y.

SPIDER-MAN!

NO!

HEY, EVERYBODY, YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN IS HERE TO SAVE THE DAY...

DON'T WORRY ABOUT ME! I'VE DONE THIS A MILLION TIMES!

YOU GUYS JUST GET THAT HYDRANT OPEN AND POUR IT ON!

UH, HELLO?

EVICTED

EVICTION NOTICES... WEIRD...

THIS MUST BE SOME SORT OF INSURANCE SCAM...

WORRY NOT, FINANCIALLY STRAINED CITIZENS...

...THE MENSCH OF ALL MENSCHES IS HERE TO SAVE THE DAY!

HEY? ARE YOU OKAY?

NORMALLY MY DRAMATIC ENTRANCE LACED WITH YIDDISH-FLAVORED QUIPS GETS PEOPLE'S ATTENTION...

A MANNEQUIN?! WHAT THE--

OH. NOW I--

HERE COMES THE WATER!

HEY GUYS, YOU'RE GONNA LAUGH! I THOUGHT--

Spider-Man

GAH!

AT LEAST I CAN SKIP THE LAUNDROMAT THIS WEEK.

50 Seconds Later...

F.D.N

OH, UH, SPIDER-MAN... THANKS SO MUCH--

I MEAN THOSE...UH... MANNEQUINS WOULD'VE GOTTEN INTO ALL SORTS OF...

THIS IS A TRAINING FIRE, ISN'T IT? CONDEMNED BUILDING.

YEAH. A CONTROLLED BURN.

UH, SPIDER-MAN...

YES, FIREMAN?

YOUR PANTS ARE ON FIRE.

GAH! SERIOUSLY?!

I GOT IT!

OY WITH THE POODLES ALREADY.

YOU'RE NOT RELATED TO WILSON FISK, ARE YOU?

MAYBE THE JUGGERNAUT?

THE RHINO?

HUH?

NEVER MIND, D'YOU THINK YOU COULD LET ME UP? I'M PRETTY SURE I'M NOT ON FIRE ANYMORE.

THANK YOU.

AND I THINK YOU HELPED GET THE WATER OUT OF MY CELL PHONE--

SIGH

DO YOU HAPPEN TO KNOW THE TIME?

10:15.

WELL, PETER, YOU'VE REALLY PULLED OUT ALL THE STOPS THIS TIME.

WHY? WHY DO I DO THIS? IT'S LIKE I SET MYSELF UP FOR DISAPPOINTMENT... OR, WORSE, COMPLETE AND ABSOLUTE FAILURE.

I WONDER IF THE SILVER SURFER HAS DAYS LIKE THIS.

MAYBE AFTER MAX FIRES ME, I COULD GET A GIG AS A HERALD.

NOT EXACTLY SURE WHAT THE PAY IS, BUT, GREAT BENEFITS...

COO

I MEAN, EVEN RIDING THROUGH THE COSMOS IN MY UNDERPANTS ON A SURFBOARD IS LESS HUMILIATING THAN THIS.

THIS IS QUITE LITERALLY THE MOST HUMILIATING THING I CAN EVEN IMAGINE.

COO

I HATE PIGEONS!

OH COME ON!

SPLOOTCH

CURSE YOU, BIRD! I'LL CATCH YOU AND I'LL...

UH...

POOP ON YOU!

WINGED RATS COVERED IN DISEASES AND THE PLAQUE AND--

FLASH

NO PHOTOS!

BIRD POOP! SERIOUSLY?!?

PRICELESS!

HULLO, BEN.

THIS IS *AMAZING*...I'M GONNA PUT IT ON FFacebook AND MAKE ONE OF THOSE *MUSICAL SLIDE SHOW* THINGS...

MAYBE SET IT TO "*I BELIEVE I CAN FLY.*"

HEY!

SNAG

SMASH

OOOPS.

HEY! THAT WAS AN EXPENSIVE--

BILL ME.

JEEZ, WEBS, I FIGURED YOU' HAVIN' A SENSE OF HUMOR--

JUST NOT TODAY, BEN.

I'M SORRY, PAL, I DIDN'T MEAN NOTHIN' BY IT, JUST HAVIN' A LAUGH.

LET'S JUST PRETEND IT NEVER HAPPENED, YEAH?

YEAH, SURE, FORGET ABOUT IT.

sent to entire address book.

SUCKER.

THAT'S IT. I'M GIVING UP ON TODAY.

HOME. BED. CABLE TV.

MAYBE THERE'S A REAL HOUSEWIVES OF LATVERIA MARATHON...THAT SHOULD CHEER ME UP.

LEAVE ME ALONE!

+SOB+

SIGH.

OKAY, PARKER, THE POWER OF POSITIVE THINKING.

I BET NOTHING BAD WILL HAPPEN *AT ALL.* NOT EVEN A LITTLE.

WHO'M I KIDDING?

STOP *LYING* AND WE'LL STOP HITTING YOU!

I'M *NOT* LYING!

NOW, HOW CAN THIS POSSIBLY GO WRONG...?

OH YEAH? YOU KNOW SPIDER-MAN? THEN WHY AIN'T HE HERE TO HELP YOU?

WHA?!

HEY!

LOOK, YOU'RE PROBABLY GOING TO TURN OUT TO BE REHEARSING FOR A *PLAY* OR SOME SORT OF MYSTERIO-MADE HOLOGRAM *USED TO TRAP ME*, OR, I DON'T KNOW, THE *EVIL POWER PACK* OR SOMETHING, *BUT*, ON THE OFF-CHANCE THAT YOU REALLY ARE WHAT I THINK YOU ARE...

LEAVE THE KID ALONE, JERKS.

GAAAH!

YOU OKAY, KID?

SPIDER-MAN?!

GET THIS CRUD OFFA ME!

I CAN'T BELIEVE YOU'RE REALLY HERE.

I'M HERE WHENEVER INNOCENCE IS THREATENED, KID.

C'MON! WE WERE JUST PLAYING AROUND!

YOU WANT TO GET OUT OF HERE? GO SOME PLACE AND TALK?

YOU'RE NOT A KIDNAPPER, ARE YOU?

WHAT? NO! I'M...JEEZ... I JUST MEANT LIKE WALK OFF DRAMATICALLY LEAVING YOUR BULLY STUCK TO THE WALL.

GADZOOKS! YOU KIDS TODAY.

HEY! DON'T LEAVE ME! PLEASE!

DON'T LOOK BACK AT HIM. IT'S COOLER TO JUST WALK AWAY.

'KAY.

SO...WHAT WAS THAT ALL ABOUT BACK THERE? THEY PICK ON YOU ALL THE TIME OR...?

NO... I MEAN, YEAH... THEY...

THEY'RE JUST MEAN.

THAT WAS CONVINCING.

I, UH... TOLD THEM THAT YOU WERE MY BEST FRIEND...

OH.

IS THAT ALL?

AND THAT MY MOM WAS *SHE-HULK* AND MY DAD WAS *THE HULK* AND THAT WHEN I TURNED LIKE SIXTEEN AND MY HORMONES KICKED IN I'D TURN INTO A *SUPER HERO/MONSTER/MUTANT HYBRID*--

WHOA, WHOA, WHOA--

FIRST OFF, WHY WOULD I BE FRIENDS WITH A KID?

NO OFFENSE, BUT, I'M A GROWN MAN. THAT'D BE SUPER, SUPER WEIRD.

SECONDLY, YOU DON'T JUST SPONTANEOUSLY BECOME A MUTANT--

DIDN'T YOU GROW SIX PAIRS OF ARMS ONCE?

FAIR POINT.

SECONDLY, HULK AND SHE-HULK? THEY'RE ***COUSINS***, SO, Y'KNOW, *EWWW.*

BESIDES, WHY WOULD YOU WANT ***TWO*** HULKS? WHY NOT, LIKE, *UMM*, HERCULES AND SHE-HULK, THEN YOU GET ***BOTH*** OF THEIR POWERS, IN THEORY, RIGHT?

I'M GETTING OFF TOPIC.

YOU CAN'T JUST LIE TO PEOPLE. IT ALWAYS COMES BACK TO BITE YOU.

LOOK, HERE'S THE THING...I GET IT. I WAS LITTLE AND SCRAWNY AND GOT BEAT UP ALL THE TIME.

YOU MAKE UP STORIES, RIGHT? BUT ME? I JUST HID MYSELF IN BOOKS.

BUT, EVENTUALLY, I FOUND PEOPLE WHO LIKED ME FOR ME, Y'KNOW.

WHAT I'M SAYING IS THAT YOU DON'T NEED TO MAKE STUFF UP, YOU CAN JUST BE ***YOU***, AND IN THE END... YOU WIN.

YEAH, WELL, THAT'S EASY FOR YOU TO SAY. YOU'RE SPIDER-MAN! I'M JUST DUMB OL' ***CHRIS*** FROM COLORADO SPRINGS. MY STUPID PARENTS PICKED ME UP AND MOVED ME HERE TO NEW YORK--

CHRIS, I WAS JUST A KID, TOO, AND THEN, LIFE HAPPENED TO ME.

I GOT BIT BY A SPIDER AND YOU MOVED TO NYC.

I GOT ***HOMICIDAL GOBLINS*** AND ***CLONES***, YOU GOT ***NATHAN'S HOT DOGS*** AND THE ***ANGELIKA.***

I KNOW WHAT I'D RATHER HAVE.

EITHER WAY? BIG HUGE LIFE-CHANGING STUFF. AND...A FRESH START.

YEAH, I GUESS YOU'RE RIGHT.

SO... NO MORE LYING?

NO, SIR.

DON'T CALL ME "SIR," I'M NOT THAT OLD.

SORRY.

YOU SEEM OLD.

AND WHILE I'M AT IT, YOU PROBABLY SHOULDN'T WANDER OFF WITH STRANGERS, EVEN IF THEY'RE DRESSED UP LIKE SPIDER-MAN.

OR TELL THEM YOUR NAME AND WHERE YOU'RE FROM.

JUST, Y'KNOW, IN GENERAL.

OH. YEAH. RIGHT.

ALL RIGHT THEN. TAKE CARE.

OKAY.

SEEYA.

LOOK, KID, I'VE BEEN KIND OF HAVING A LOUSY DAY. HOWSABOUT WE GO FOR A QUICK SPIN AROUND TOWN?

REALLY?

SURE.

THANK YOU, SPIDER-MAN. THAT WAS *AMAZING.*

NO PROBLEM, KIDDO.

ALTHOUGH, YOU PROBABLY SHOULDN'T TELL ANYBODY ABOUT THE BANK ROBBER. I SHOULD'VE WEBBED YOU ONTO THE WALL OR SOMETHING.

Y'KNOW, SOMETIMES I FORGET JUST HOW COOL MY LIFE CAN BE.

SO, THANKS. FOR REMINDING ME.

SURE.

I GUESS, I'LL, UM...SEE YOU AROUND?

SURE THING, CHRIS. PLEASURE MEETING YOU.

YEAH, YEAH, SAME HERE.

HEY...NOW THAT I THINK ABOUT IT, Y'KNOW WHAT'D MAKE TODAY COMPLETE?

WHAT?

ICE CREAM.

OH POOP... I THINK I LOST MY WALLET...

HEY CHRIS, OL' BUDDY, YOU GOT SOME MONEY?

YES, I DO.

ENOUGH FOR ME.

SIGH

The End.

PRINC

YOU KNOW THAT DREAM YOU HAVE WHERE YOU'RE BACK IN *HIGH SCHOOL* WEARING NOTHING BUT YOUR *UNDERWEAR?*

E COMING!

HA HA HA HA HA

NICE *PETER,* PARKER!

LUDDITE

Die Spinne

OBEY

#10

HEY, NIMROD!

IT'S HORRIBLY EMBARRASSING, BUT BELIEVE ME...

HUH?

DEADPOOL SAYS, "SAY NO TO DRUGS."

BLAM!

TEAM MORBIUS

...THAT'S THE *LEAST* OF MY WORRIES.

ARE YOU *INSANE?!* HE WAS JUST A *KID!*

RELAX, WEB-HEAD. YOU SAID IT YOURSELF, THIS IS JUST A DREAM.

And yes, actually, we are insane.

A DREAM?!

GEEZ, WHAT THE HECK DID I EAT TO GET *YOU* IN HERE?

PLEASE. LIKE I'M NOT IN YOUR DREAMS *EVERY* NIGHT.

ANYWAY, HERE'S THE BAD NEWS: SOMEONE'S ATTEMPTING TO *ACCESS YOUR MIND* TO GET YOU TO DO SOMETHING YOU DON'T WANT TO DO.

THE GOOD NEWS?

OF ALL THE *UNSTABLE MERCENARIES* OUT THERE, I'M THE ONE WHO'S BEEN HIRED TO GET YOU OUT.

ENTOMOLOGY

That or **Inception** has been on HBO way too many times this month.

Either way I think I get paid.

Wait. That can't be true.

OINK!

OINK!

WHY YOU? WHY NOT THE *AVENGERS?*

JUST BE HAPPY IT IS ME WHO GETS TO SEE WHAT GOES ON IN THIS SICK MIND OF YOURS.

OINK!

I THOUGHT FOR SURE I WAS GONNA WALK IN ON YOU AND *BLACK CAT* WITH--

OINK!

OKAY!

I GET IT! I GET IT!

JUST TELL ME WHO'S OUT TO GET ME!

TOUGH TO SAY, 'CAUSE YOUR MIND IS GONNA SEE THEM AS SOMETHING ELSE. LIKE *BULLIES* OR A *TEACHER* YOU NEVER LIKED.

FORTUNATELY I DON'T SEE WHAT YOU SEE.

AHH!

PLUS I'M NOT PICKY.

BRAT-A-TAT TAT TAT

STOP IT!

OOOOH. IS THIS YOUR DREAM OR *MINE?*

JUST STOP *SHOOTING* EVERYONE FOR A SECOND AND EXPLAIN SOMETHING TO ME.

CAN'T I JUST FALL DOWN SOME STAIRS TO *WAKE UP* OR SOMETHING?

WE'RE *FOUR LEVELS* DEEP, GENIUS. YOU THINK A KLUTZY MOVE IS BIG ENOUGH TO GET US TO THE SURFACE?

YOU NEED TO GO BACK TO SCHOOL, SON!

CLICK

KRRR

DREAM LEVEL THREE.

DID YOU OR DID YOU NOT JUST *BLOW UP* THE SCHOOL?

YOU TELL ME. IT'S YOUR DREAM. I'M JUST THE GUY TRYING TO GET YOU OUT.

I-- UH--

LOVE *THIS*, BY THE WAY.

YOU COULDN'T DREAM UP SOMETHING LESS FORM-FITTING?

AHHH, I'M BUSTIN' ON YA. I BOUGHT THIS MYSELF AT ≯YOUR STORE HERE≮.

***Hey, clothes stores!** Interested in advertising in this balloon? Contact Donald Eadpool c/o Marvel Comics!

BUT HOW ARE YOU--

SHHHHHHHH!

OFF-PANEL NOISE.

I THOUGHT YOU KNEW WHO THE BAD GUYS WERE?

CAN'T BE TOO SURE.

HEY, YOU TWO!

FOLLOW ALONSO

EVER SEE THE FACE OF HELL?

EVERY TIME WE LOOK IN THE MIRROR, JERK!

HEH. HEH.

WAIT! I FEEL YOUR PAIN!

WE COULD START THE DEAD POOL'S SOCIETY.

OH, CAPTAIN! MY CAPTAIN!

THAT SETTLES IT.

NO MORE SPICY FOOD BEFORE BED.

HEY, IF THIS IS A DREAM I STILL HAVE THE POWER OF SUGGESTION, RIGHT?

WHAT?

I MEAN, YEAH. SORRY. ZONED OUT FOR A MOMENT.

Is it Rocky III or IV that has the Russian?

GOOD!

Poor Apollo Creed. Snf.

'CAUSE I'D RATHER BE DRESSED FOR ACTION THAN STANDING AROUND IN MY UNDERWEAR.

SOME PEOPLE STILL CONSIDER THAT UNDERWEAR, YA KNOW?

RT @DeadpoolMind Some people still think we **stole** his underwear, ya know?

SHUT UP.

IT'S AN "HOMAGE"!

I THINK I FOUND OUR INFILTRATORS.

--ARE YOU KIDDING ME?

THE R.P.G. KIDS?!

WOW. WHAT WOULD FREUD SAY ABOUT THIS?

I KNOW! HE'D SAY, 'WHAT THE HECK ARE R.P.G. KIDS?'

THEN HE'D CHARGE ME FOR THE HOUR.

ELLIE, WHAT DOES "R.P.G." MEAN?
—S.W

ROLE-PLAYING GAMES, IDIOT
—E.P.

BUT SERIOUSLY, WHAT DOES IT SAY ABOUT ME THAT I'M THREATENED BY ROLE PLAYING GAMERS?

THIS IS GONNA BE SWEET.

NO GUNS.

AWWWW, BUT THAT'S MY THING, MAN.

Thing-Man!
Coming to a theater near you!

THIS SEEMS WRONG, BUT MY *SPIDER-SENSE* HASN'T STOPPED TINGLING SINCE THIS WHOLE THING STARTED.

YOU'RE IN HIGH SCHOOL, DUDE! NAME A BODY PART THAT *ISN'T* TINGLING.

NOW LET'S ROLL SOME TWELVE-SIDERS AND CRACK SOME SKULLS.

NOT 'TIL I UNDERSTAND THIS MORE.

OOF!

WONDER IF IT'S MY ANXIETY ABOUT WHETHER I WOULD'VE ALWAYS BEEN THE TIMID TYPE IF NOT FOR THAT SPIDER-BITE.

WOW. EVEN IN YOUR *DREAMS* YOU'RE A GOODY TWO-SHOES.

HOLD IT RIGHT THERE, DOG BREATH!

YOU STILL HAVE TO DEAL WITH *ME*.

THAT COULD EXPLAIN THE NEED FOR MY OVERENTHUSIASTIC BODYGUARD HERE.

QUICK QUESTION, LADY!

ALTHOUGH HE'S NO KEVIN COSTNER, I'LL TELL YA THAT.

WHO'S GOT AN INDEX FINGER AND MADE OUT WITH YOUR BOYFIREND LAST NIGHT?!

THIS--

NOOOOOOOOOOOOO!

DUDE! YOUR IMAGINATION HAS THE PROPORTIONATE LAMENESS OF A SPIDER. IF YOU DON'T STEP IT UP THEY'RE GONNA START CALLING THIS *AVENGING DEADPOOL*.

LOOKS LIKE YOU'RE GOING BACK A LEVEL.

BBBBBBBRRR

Dream Level Two.

And as long as you're in shop class, you must always be wearing safety goggles.

SHOP CLASS?

HEY.

I MADE CORN HOLDERS.

SHOULDN'T YOU BE SCOPING THE ROOM FOR INFILTRATORS?

ALREADY GOT 'EM. AT THREE O'-CLOCK.

THE GUY WITH THE *NAIL GUN*?

BLAM! BLAM!

NAIL GUN!

BLAM! BLAM!

YEAH. THE GUY WITH THE NAIL GUN.

PLUS TWO OTHERS, SO LET'S TEACH THESE KIDS ABOUT SAFETY.

nail gummph!

SWOOSH!

DREAM OR NOT, I'VE GOT TO GET MY HEAD IN THE GAME. OR IN MY HEAD.

I'VE GOT TO GET MY *HEAD* IN THE *HEAD*.

WHOA! THAT WAS CLOSE. BUT YOU FORGOT THE FIRST RULE OF SHOP CLASS. *MEASURE* TWICE...

...*PUNCH* ONCE!

HA! YOU CAN STICK THAT LINE BETWEEN MY *CORN* HOLDERS--

AHHHHHH!

I TAKE IT BACK, SPIDER-BROSEPH. YOU DON'T HAVE A LAME IMAGINATION.

IN FACT...

...YOU'RE A SICK FREAK!

BZZZRRR

I JUST WISH YOU'D DREAM UP SOMETHING THIS CREATIVE FOR OUR sAHHHHHHH!

NO NEED TO DREAM IT UP.

WHEN YOU'VE GOT THE GOODS FOR *REAL*.

SORRY ABOUT THAT. YOU'RE RIGHT. IT *IS* JUST A DREAM. SO IF YOU WANT TO USE YOUR *GUNS* YOU CAN.

GOOD.

'CAUSE THAT'S OUR EXIT.

BLAM!

DREAM LEVEL ONE.

DEADPOOL, YOU IDIOT!

DON'T EVER DO THAT AGAIN!

NO TALKING, MISTER.

OR YOU'LL BE IN HERE *NEXT* SATURDAY AS WELL.

OH, NO.

AM I DREAMING OF THE *BREAKFAST CLUB?*

YOU SURE ARE, TIGER.

WHAT A WEIRDO. YOU COULDN'T BE DREAMING OF *"MEAN GIRLS"?*

AND THEY SAY I'M DISTURBED.

That's because **you** would've been Molly Ringwald.

SHUT UP, ME!

IT MUST HAVE WORKED ITS WAY INTO MY SUBCONSCIOUS, BECAUSE NOW IT STARS ALL MY *FRIENDS...*

EXCEPT FOR HER.

YOU DON'T THINK...?

OOOOF!

GAHHH!

OH NO YOU DON'T. I MAY *SEEM* LIKE A TIMID JOHN HUGHES STEREOTYPE...

...BUT I'VE SEEN THIS MOVIE ENOUGH TIMES TO KNOW I'M *OTHER* THINGS AS WELL.

CRACK!

WITH OR *WITHOUT* THAT SPIDER-BITE!

DING DONG DING DONG

BEEP BEEP BEEP BEEP BEEP BEEP BEEP

BET THAT FELT GOOD.

HEY, REMEMBER WHEN YOU ASKED IF YOU COULD WAKE UP BY FALLING?

WE'RE THERE!

OOOF!

W-WHAT HAPPENED?

UH-OH. THIS FEELS "*REAL*". I THINK I'M--

COOL! YOU'RE AWAKE!

THE *GOOD NEWS*...

...IS THAT WHEN I SAID SOMEONE WAS TRYING TO ACCESS YOUR MIND, I WASN'T LYING.

THE BAD NEWS...

...IS THAT PERSON WAS *ME*.

AND THANKS TO *HYPNOSIS*, YOU JUST HELPED BREAK MY EMPLOYER OUT OF A *HIGH-LEVEL SECURITY PRISON*.

HOW MUCH, DEADPOOL!? HOW MUCH *MONEY* DID IT TAKE TO GET YOU TO SELL THE LITTLE BIT OF DECENCY YOU HAD IN YOU?

Twenty-nine ninety-nine! No, Wait! Go lower. LOWER! ONE DOLLAR!

BELIEVE IT OR NOT, SPIDEY, I DIDN'T DO IT FOR MONEY.

MY EMPLOYER SAID HE FOUND A WAY TO *KILL ME*.

AND AS YOU MAY HAVE HEARD, I'M HAVING A LITTLE TROUBLE WITH THAT LATELY.

GREAT. AND WHO IS THIS CON-ARTIST?

GET WITH THE SCENE, SPIDER-MAN!

THE Hypno-Hustler HAS RETURNED! AND YOU'VE JUST HELPED ME SEAL YOUR FATE FOREVER!

FUNK CITY

MORALES
HOLLINGSWORTH
•2012•

FIRST OFF, LET ME SET THE RECORD STRAIGHT...

Let **us** set the record straight!

YES, THAT'S ME BEATING UP A BUNCH OF UNSUSPECTING PRISON GUARDS!

THANKS TO ME, THANK YOU VERY MUCH.

NO, IT'S NOT A CLONE.

LIKE BOBA FETT OR MARIO LOPEZ.

AND YES, I'M TEAMED UP WITH THE SCHIZOPHRENIC LUNATIC KNOWN AS *DEADPOOL*.

PLEASE, CALL ME "*THE MERC WITH THE MOUTH.*"

SO I HAVE A REASON TO KILL YOU.

BUT TO BE FAIR...

I THOUGHT IT WAS A DREAM.

OR MORE ACCURATELY, I WAS *HYPNOTIZED* INTO THINKING I WAS IN A DREAM BY THIS GUY. AND HE...

WELL, I'M SURE HE'S REHEARSED THIS FOR MONTHS NOW, SO I'LL LET HIM TELL YOU.

YOU'RE FINISHED, SPIDER-MAN!

EVERY CAMERA IN HERE CAUGHT YOU BEATIN' A PATH TO MY DOOR! NOW YOUR REP AIN'T HEP AND THE *HYPNO-HUSTLER* IS BACK IN ACTION.

THIS IS THE JOKER WHO HIRED YOU?

SHINIK

TO BE FAIR HE DID GET YOU TO BREAK HIM OUT OF A HIGH-LEVEL SECURITY PRISON.

HIGH-LEVEL SECURITY?

HE'S GOT A *ROOMMATE*, FOR CRYING OUT LOUD.

TINKERER SAYS TONE IT DOWN, FOLKS.

CLICK!

CLICK!

DON'T BE FOOLED, SPIDER-MAN.

WITH THE TINKERER'S HELP, I'VE MANAGED TO ALTER THE WAY I CONTROL YOUR MIND.

AND NOW YOU WILL ONLY SEE ME AS A FOE TO BE RECKONED WITH.

SUPER

FUNK

I'M A BOOGIE MAN, THAT'S WHAT I AM. I'M HERE TO DO WHATEVER I CAN...

WHOA!

WAKKO

HE'S NOT KIDDING! WHEN WE FOUGHT YEARS AGO HE RELIED ON BACK-UP SINGERS TO HYPNOTIZE PEOPLE.

AS SEEN IN SPECTACULAR SPIDER-MAN #24. SEE, WACKER, ANYONE CAN DO THIS!" --DEADPOOL

NOW HE'S DIRECTLY IN MY BRAIN, ALTERING WHAT I SEE.

GOTTA KEEP HIM FROM LEAVING HIS CELL.

FEEL THE FUNK, FOOL!

SUPER

FUNK

GEE, H.H! ALL THESE IMPROVEMENTS, YOU'D THINK YOU'D UPDATE YOUR *EXPRESSIONS* TOO.

THAT JIVE AIN'T COOL, SPIDER-MAN, MAN. BUT YOU SEEM TO FORGET MY SECRET WEAPON.

YOUR NIFTY GOGGLES?

NO...

KATATATATAT!

DEADPOOL!

NERTZ! HE'S RIGHT. I FORGOT THAT JERK SOLD ME OUT.

TOK TOK TOK TOK TOK TOK TOK

YOU CAN OUTRUN DEADPOOL, BUGMAN! BUT YOU CAN'T OUTRUN YOUR *FEARS*.

CLICK

YOU WILL NOW SEE EVERYONE IN THIS PRISON AS YOUR WORST NIGHTMARE.

JIVE TALKIN'... YOU'RE TELLING ME LIES, YEAH...

YA KNOW, THAT *MUSIC* ISN'T EXACTLY HELPING YOUR THREATS.

Nor is that cologne. What is that, English Leather?

AND WOULD IT HAVE KILLED HIM TO HELP?

CHILL, MAN!

THE TINKERER AIN'T NO FIGHTER.

SO? YOU COULDN'T HYPNOTIZE HIM?

HE DID!

I HAVEN'T HAD A CIGARETTE IN FIVE WEEKS.

WE HAVE ALL THE HELP WE NEED. WITH THAT ***TRANSMITTER*** YOU IMPLANTED ON HIS MASK, MY POWERS CAN REACH SPIDER-MAN WHEREVER HE IS, DIG?

?

SERIOUSLY, DUDE. IT'S THE 21ST CENTURY. NOBODY SAYS "DIG."

Elsewhere In The Prison.

I CAN'T REMEMBER, WAS DEADPOOL TEAMING UP WITH HYPNO-HUSTLER THE *SECOND* OR *THIRD* SIGN OF THE APOCALYPSE?

EITHER WAY, HYPNO'S NEW TECHNIQUE ISN'T A JOKE. I WAS CONVINCED THOSE PRISON GUARDS WERE THUGS IN MY HIGH SCHOOL.

NOW THEY'RE EITHER *UNCONSCIOUS* OR *HYPNOTIZED*, SO I GUESS I'M ON MY OWN IN HERE.

BUT I SHOULD BE SAFE AS LONG AS EVERYONE STAYS LOCKED IN THEIR...

CELLS.

UH-OH.

GOBLIN?!

MORLUN?!

KRAVEN?!

WHEN HE SAID I'D SEE MY WORST NIGHTMARE, I ASSUMED HE MEANT THAT HOST GUY FROM BRAVO.

HAVE TO REMEMBER THEY AREN'T REAL--

CRACK!

CORRECTION. THEY ARE *REAL*.

THEY'RE JUST NOT WHO THEY APPEAR TO BE.

THWIP

AND OF COURSE *NONE* OF THEM ARE MEMBERS OF THE *SPIDER-MAN FAN CLUB*.

ARGH!

GOTTA DROP THE PSYCHOLOGICAL BAGGAGE. SEE THESE GUYS FOR WHO THEY REALLY ARE.

CELL: 31-9196-9

MYERS, FRED

WAIT. *FRED MYERS.* THAT'S BOOMERANG'S IDENTITY. SERIOUSLY? BOOMERANG?

YOU GOTTA BE KIDDING ME.

CELL: 31-9184-6

VAN VILE, W.

AND *VAN VILE?!* THE *PAINTER?* OK, THIS IS JUST EMBARRASSING.

GAHH!

SORRY, BOYS! YOUR COVERS HAVE BEEN BLOWN.

Security Room.

THAT BUG'S BASHIN' BETTER THAN I BET HE WOULD.

THAT'S CAUSE THIS PLACE IS A MECCA FOR MORONS.

You're here aren't you?

SHUT UP.

WHATCHOO DOIN'?

SEEING IF WE MADE THE LIST OF MOST AWESOME *SUPER-VILLAIN TEAM-UPS.*

WHAT?!

HATERS.

CHANGE A' PLAN, POOLIO. YOU GOTTA *KILL* DA SPIDER IF YOU WANT YOUR PRIZE.

NOT PART OF THE DEAL, DANCIN' QUEEN.

CHK

YOU SAID YOU'D HYPNOTIZE MY HEART TO STOP IF I DELIVERED THE GOODS. DON'T MAKE ME PUT A *BULLET* THROUGH YOURS.

CLICK

IT'S COOL, BABY. IT'S COOL. JUST LAY DOWN THE HEAT--

--AND LISTEN TO THE BEAT.

DO THE HUSTLE! DO DO DO DO DO DO DO DO DO DA

KILL SPIDER-MAN!

OKAY. WHO'S NEXT? VULTURE? DOC OCK?

MAN, THIS IS CATHARTIC!

HOW ABOUT...

...THE ANGEL OF DEATH?

DEADPOOL?!

THAT REALLY YOU?

POKE

DIE, SPIDER!

Unh!

That Jheri Curl jerk...

...got in...

...my head...

SHUT UP!

Being schizophrenic.

He only.

Hypnotized.

One of me.

BUT I'M THE ONE WHO WON'T FAIL!

RATATATATATAT!

DEADPOOL! SNAP OUT OF IT.

Can't stop myself.

UGH.

THIS MUST BE WHAT *LINDSAY LOHAN* FEELS LIKE.

ONLY I'VE GOT BETTER AIM.

YIKES! MAYBE THERE'S SOME SORT OF RELEASE WORD.

CONSTANTINOPLE?

TWINKIES?

RYAN REYNOLDS?

=HNG=

SERIOUSLY? RYAN REYNOLDS?

HOW ABOUT I KILL YOU?

WHAT'S OUR PLAN?

I GUESS WE SHOULD FIND A WAY TO GET THOSE GOGGLES OFF HIM.

HEY, HERE'S AN IDEA.

MYSTERIO

WITH EVERYBODY UNDER MY SPELL, I JUST *BOOGIED* INTO THE LOCKER ROOM AND TOOK BACK MY *POSSESSIONS*.

LET'S SEE, *MOOD RING*, *PET ROCK*, *SOCKS WITH TOES*.

YEP IT'S ALL HERE.

I'M GONNA HAVE TO BRUSH UP ON MY *KNOWLEDGE* OF THE OUTSIDE WORLD IF I'M GONNA *CONTROL* IT.

SO JUST ANSWER ME THIS...

FONZIE FOR PRESIDENT

THIS GUY EVER MAKE IT TO THE WHITE HOUSE?

YOU GOT YOUR BOUNTY, HUSTLER...

CENSORED BY THE MAN!!

...NOW PAY UP!

JUMPIN' JACK FLASH!

IT WORKED! THEY THOUGHT I WAS A *JOKE*, BUT I ACTUALLY ENGINEERED THE *DEATH OF SPIDER-MAN.*

I GOTTA SEE THIS WITH MY OWN EYES.

MISTAKE NUMBER ONE!

KRAM

OOF!

MISTAKE NUMBER TWO?

WASTING YOUR MONEY ON FANCY EQUIPMENT!

'CAUSE BY SIMPLY SWAPPING OUR *COSTUMES...*

KUD

AND VICE VERSA.

WE GOT YOU TO BELIEVE DEADPOOL WAS ME!

YOU OKAY?

YEAH.

MY ACCELERATING HEALING PROCESS SHOULD FIX THIS CHEST WOUND IN NO TIME.

SOME OF THOSE SONGS, HOWEVER, MAY HAVE SCARRED ME FOR LIFE.

THIS WAS A HORRIFYING EXPERIENCE.

HAVING YOUR SUBCONSCIOUS MESSED WITH?

NO. WEARING YOUR MASK. WHY IS IT MOIST AGAIN?

AND PLEASE DON'T SAY CANCER PUSS.

YOU DON'T WANT TO KNOW.

BUT, HEY! NO HARD FEELINGS?

HARD FEELINGS? WHY, BECAUSE YOU *CONNED* ME, *BETRAYED* ME AND THEN ULTIMATELY TRIED TO *KILL* ME?

NAH! THAT HAPPENS MOST *TUESDAYS.*

AND BESIDES...

YOU'RE NOT GOING ANYWHERE!

OOOH. IS THAT WHAT I LOOK LIKE WHEN I SAY THAT? PRETTY HOT.

TOO BAD YOU DON'T HAVE WHAT IT TAKES TO BACK IT UP.

REALLY? 'CAUSE I THINK ALL IT TAKES IS ***WEBBING***. AND THE KNOWLEDGE THAT I CAN'T LET YOU LEAVE HERE KNOWING MY ***SECRET IDENTITY***.

IS THAT MASK CUTTING OFF THE CIRCULATION TO YOUR FAT HEAD?

FIRST OFF, YOU MADE ME LOOK ***AWAY*** WHEN WE CHANGED COSTUMES LIKE YOU WERE SOME DELICATE ***VESTAL VIRGIN***, AND SECOND, I ALREADY TOLD YOU, I ***DON'T*** KNOW WHO YOU ARE CAUSE I WASN'T ACTUALLY IN YOUR MIND, ***REMEMBER?***

JUST WATCHED YOU REACT TO STUFF I COULDN'T SEE THANKS TO THIS RECEIVER I STUCK ON YOUR MASK.

SO THAT'S HOW HE DID IT? WELL LUCKY FOR YOU THEN, 'CAUSE ONE WAY OR THE OTHER...

THWIP

YOU'RE DOING TIME.

LET'S DO THE TIME WARP AGAINNNN!

HEY, I'M *DEADPORK!* NEW SERIES ANYONE?

I DON'T EVEN WANT TO KNOW *WHAT* HE'S SEEING RIGHT NOW.

I JUST WANT TO KNOW THAT I HAVE A CLEAN COSTUME AT HOME. OTHERWISE, TODAY MARKS THE DEBUT OF YOUR FRIENDLY NEIGHBORHOOD *STREAKER*-MAN.

WE'RE CHANGIN' THE TITLE TO THE EVER-LOVIN', AVENGING THING, RIGHT, PAL?

URK — YEP!

ANNUAL 1

New York City. TODAY.

OKAY, PARKER...

...YOU'RE ONLY GOING TO GET ONE *SHOT* AT THIS...

ONE *OPPORTUNITY* TO SEIZE EVERYTHING YOU EVER WANTED.

ONE MOMENT. YOU *OWN* IT, YOU BETTER NEVER LET IT *GO*.

THIS OPPORTUNITY COMES ONCE IN A LIFETIME, YO.

WAIT...

THAT'S *EMINEM*, ISN'T IT?

I HOPE IT'S *EMINEM*.

IF IT'S NOT THEN I'VE STARTED PUTTING "*YO*" ON THE END OF MY SENTENCES.

NEXT THING YOU KNOW I'LL BE SAYING "*SHIZZLE*" AND "*IGGEDY*" AND THEN AUNT MAY'LL BUST A *CAP* IN MY...

...*THE TRAIN!*

PLEASE...

....PEOPLE OF NEW YORK, SHOW THAT WARM HEART I KNOW AND LOVE...

HAVE MERCY...LET ME ON THE *A TRAIN*...

I FOUGHT THANOS THE MAD TITAN ONCE, YOU KNOW.

SORRY, PAL. FULL UP. WAIT FOR THE NEXT ONE.

MAYBE WE COULD MAKE A LITTLE ROOM. WADDYA THINK?

DUNNO, SUSY. IT'S PRETTY CRAMPED IN HERE. DEPENDS IF IT'S *REALLY* URGENT, I GUESS.

UH...YOU BEAT UP SCIENCE GEEKS IN HIGH SCHOOL DIDN'T YOU? I CAN USUALLY TELL.

SO, WHERE YOU GOIN', SQUIRT?

...THE *DAILY BUGLE*. I'M SUPPOSED TO MEET AN OLD FRIE--

HA! PRINT MEDIA'S OBSOLETE, PAL!

YEAH! DIGITAL IS THE FUTURE OF INFORMATION DELIVERY!

IT'S JUST A MATTER OF TIME UNTIL ALL TABLET DEVICES INCORPORATE A HOMOGENIZED SYSTEM FOR PAYMENT AND DISTRIBUTION, DORK!

WELL, THAT'LL TEACH ME TO TRY AND SAVE MONEY ON *WEB-FLUID*.

STUPID TECHNOLOGICALLY ERUDITE SHE-BULLIES.

COULD ANYONE *HATE* NEW YORK MORE THAN *ME* AT THIS MOMENT?

"BY THE MIGHT OF MJOLNIR..."

...WOTTA REVOLTIN' DEVELOPMENT THIS IS.

OLD BUDDY, IF WE'RE TALKING *MAJOR* LIFE REGRETS...

THEN AGREEING TO BABYSIT TWO KIDS FOR THE AFTERNOON IN MIDTOWN IS NUMBER ONE.

NARROWLY EDGING OUT GETTING IN THAT BLASTED ROCKET ALL THOSE YEARS AGO.

NOW, UNCLE BEN...

YOU WOULDN'T SAY THAT IF *SPIDER-MAN* WERE HERE TO DEFEND US.

NO, FRANKLIN, I'D SAY, "YOU OWE ME $30 FROM OUR LAST POKER GAME, YA CHEATING, WALL-CRAWLING BUM."

HEY!

THAT VIEW AIN'T FOR PUBLIC CONSUMPTION.

YOU FROM THE YANCY STREET CRÈCHE OR SOMETHING, LITTLE GUY? WHATCHA PLAYING AT?

I WAS LOOKING FOR THE PRICE TAG.

GIMME YOUR SHORTS.

OKAY...

SOME KINDA SUPER VILLAIN WOULD BE REAL WELCOME RIGHT ABOUT NOW.

DR. DOOM. GALACTUS. RYAN SEACREST. I AIN'T FUSSY.

"ANYONE?"

YES! YESSS!

MY PLAN IS WORKING PERFECLTY!

SPAGS! THE SHOVEL!

BEEP-BEEP-BEEP-BEEP-BEEP-BEEP-BEEP!

IT'S A COIN!

I THINK RONALD MCDONALD'S ON IT.

WE'RE GETTING NOWHERE, FRANKIE. AND WE'VE BEEN DOING THIS FOR HOURS.

UH-UH, LITTLE BRO. CENTRAL PARK IS WHERE THE FF AND THE AVENGERS ALWAYS COME TO FIGHT INVADING ALIENS.

SKRULLS, ATLANTEANS, JERSEY DUDES.

UH...THE FF AND THE AVENGERS DON'T FIGHT...

THE BIG MONSTER FROM THAT CLOVERFIELD FLICK. THE HULK AFTER HIS "*ALIEN*" PHASE. THEY *ALL* FIGHT IN CENTRAL PARK, BRO.

AND POPS WAS WATCHING HIS HISTORY CHANNEL THE OTHER NIGHT AND THEY WERE DIGGING UP VALUABLE JUNK THAT'S BURIED UNDER BATTLEFIELDS.

BEEP-BEEP-BEEP-BEEP!

SO, I THOUGHT, WHAT ABOUT ALL THE COOL ALIEN STUFF BURIED UNDER CENTRAL PARK?

WE FIND SOMETHIN' LIKE THAT, WE BE *RICH*, SPAGS! SELL OUR COOL ALIEN GUNS TO THE TOP DOG.

OR USE THEM TO BECOME, LIKE, BROOKLYN'S BADDEST SUPER VILLAINS.

THAT IS A PLAN. ALBEIT A STUPID ONE.

NOT SO KEEN ON THAT PLAN.

BEEP-BEEP-BEEP-BEEP-BEEP-BEEP-BEEP-BEEP!

TARGET ACQUIRED, BRO. SHOVEL IT! THIS IS OUR BIG PAYDAY!

OR WE COULD JUST, Y'KNOW, GET A JOB, FRANKIE.

WORKING'S FOR SAPS, SPAGS.

BEEP-BEEP-BEEP-BEEP-BEEP-BEEP-BEEP-BEEP!

AND DIGGING UP CENTRAL PARK LOOKING FOR RAY GUNS ISN'T?

UH...THIS AIN'T NO RAY GUN.

WHAT'S THAT WRITING? IRAQI OR SOMETHIN'?

DON'T THINK SO.

LEMME PRESS A BUTTON.

I *REALLY* WOULDN'T DO THAT, FRANKIE. I MEAN, THIS THING COULD BE A BOMB OR MELT FACES OR ANYTH--

CLICK

I PRESSED A BUTTON.

UH, OK. WELL, I CAN'T HEAR OR SEE ANYTHING DIFFERENT.

RATS...

THIS THING DON'T DO NOTHIN'.

BANG!

MAYBE YOU'RE RIGHT, BRO. MAYBE THIS WAS A STUPID IDEA.

NOW FRANKIE, WOULD ANY OLDER BROTHER OF MINE EVER HAVE A STUPID IDEA?

I JUST WANT US TO BE A *SOMEBODY*. BUT...

...I GUESS NOTHING BIG EVER HAPPENS TO GUYS LIKE US.

Meanwhile, Moving Slowly Up 6th Avenue...

YOU SHOULD PAY FOR A TICKET LIKE THE REST OF US, YOU TROUBLEMAKING MENACE!

YOU KNOW HOW OVERBURDENED THE PUBLIC TRANSPORT SYSTEM IS IN THIS CITY WITHOUT YOU ADDING TO IT?

SIGH

MAYOR JAMESON HAS MANY SPIES, AND THIS SAVING WEB FLUID THING'S JUST NOT GOING TO HAPPEN, IS IT?

OKAY, NEW YORK. I'M GETTING YOUR TRADEMARKED FRIENDLY HINT.

I'M MOVING TO MONTANA FIRST THING TOMORROW.

PLENTY OF TALL THINGS TO SWING FROM IN MONTANA, RIGHT?

Clean Air H

New York C

I'LL MOIDER YA, YA MORON!

Clean Air Hybrid Electric Bus

M5 LIMITED

I BEEN THINKING...

REALLY?

MAYBE YOU'RE RIGHT. MAYBE I SHOULD GIVE UP ALL THE SCAMS AND JUST GET A NINE TO FOUR.

IT'S NINE-TO-FIVE, FRANKIE.

OH, SO THAT LAST HOUR'S OVERTIME?

NO.

I JUST WANTED THE BIG SCORE 'COS... Y'KNOW. YOU'RE MY LITTLE BROTHER AND I WANTED TO BE ABLE TO PAY FOR YOUR OPERATION.

I DON'T NEED AN OPERATION, FRANK.

DAMN THOSE SURGEONS AND THEIR HUGE BILLS.

I REALLY DON'T NEED AN OPERATION, FRANK.

FRANKIE, YOU BEING ALL... THOUGHTFUL LIKE THIS...

IT REMINDS ME OF THE TIME YOU ATE THOSE *FUNNY CAKES* BEFORE THE SENIOR PROM.

YOU BEEN EATING FUNNY CAKES AGAIN?

KKKRR

ASSHHH!

WHIPLASH, SPAGS. PRETTY SURE.

UH... FRANKIE...

YOU CAN SUE FOR WHIPLASH, RIGHT?

LOOK...

WOW...

IT'S COUSIN DARLA'S WEDDING ALL OVER AGAIN.

FRANK. WE'RE THE ONLY PEOPLE ON THE STREET NOT ARGUING OR HITTING EACH OTHER. WHAT DOES *THAT* SAY?

WE'VE ALWAYS BEEN GOOD AT DISCUSSING OUR INNER TENSIONS? AND YOU KNOW I'D BEAT THE *HELL* OUT OF YOU.

WE'RE HOLDING THE *BOX* SO MAYBE WE'RE NOT AFFECTED. YOU PRESSED THE *BUTTON*, FRANK. THE BOX. ALIEN WRITING.

MAYBE...

MAYBE I *FINALLY* HAD A GOOD IDEA. MAYBE THIS IS AN ALIEN BOX THAT MAKES EVERYONE HUMAN FIGHT EACH OTHER, SAVE THEM THE TROUBLE!

MAYBE THIS IS OUR *BIG CHANCE!* OUR MAJOR SCORE! OUR WAY OUTTA THIS DUMP.

GIMME YOUR CELL, SPAGS, AND GET US A NEW CAB.

BEANS, IT'S FRANK.

WHAT WOULD YOU SAY IF I TOLD YOU I WAS HOLDING SOMETHING THAT WOULD ALLOW YOU TO PULL OFF *ANY* HEIST, ANY TIME YOU LIKE?

SET UP A MEET WITH THE TOP DOG. AND TELL HIM TO BRING TWO MILLION DOLLARS IN USED NOTES.

HMMM... EVERYONE IS YELLING AT EACH OTHER.

PLUS, SUDDENLY I HAVE A HUGE URGE TO HIT J. JONAH JAMESON.

THAT CAN ONLY MEAN ONE THING...

PEOPLE OF NEW YORK!

STOP ATTACKING EACH OTHER, ***I BESEECH THEE!***

LET US ALL COME TOGETHER AS ONE AND MAYBE GO FIGHT BOSTON INSTEAD!

ALTHOUGH IT WAS BOUND TO HAPPEN SOONER OR LATER, LET'S FACE FACTS...

IT'S A WEEKDAY. OR A WEEKEND.

STILL, THE FACT THAT EVERYONE IN MANHATTAN'S GONE ALL ***"THRILLA IN MANILA"*** MAY MEAN SOMETHING EVIL'S TRANSPIRING.

NICE GOING GETTING THE CAB. DON'T TURN ON THE METER.

UH, FRANK, PEOPLE ARE HURTING EACH OTHER OUT THERE. MAYBE WE SHOULD TURN OFF THE BOX?

BRO, ALL WE GOT TO DO IS GET TO BROOKLYN FOR THE BIG MEET WITHOUT GETTING STOPPED BY THE COPS AND WE WALK AWAY WITH TWO MILLION.

AND EVERYONE'S CURRENTLY TOO BUSY HITTING EACH OTHER TO NOTICE US.

SO THE BOX STAYS ON.

EWWW!

AND "EWW!" BACK AT YOU. I'M TRYING TO STOP YOU KILLING EACH OTHER, AND WEBBING'S NOT CHEAP.

IT COSTS LESS THAN THIS SUIT, PAL, I GUARANTEE YOU THAT. YOU'RE GONNA PAY FOR THIS, I'LL SEE TO THAT.

YEAH...

UH, HELLO THERE, CURIOUSLY SPEEDY YELLOW CAB.

WHEN YOU'VE BEEN IN THIS GAME AS LONG AS I HAVE, YOU CAN USUALLY RECOGNIZE A GETAWAY CAR.

SO WHAT IF I SEE TO YOU RIGHT NOW?!

OKAY. NOW IT'S GETTING TO ME NOW TOO.

AND THE FACT THAT IT'S THE ONLY THING MOVING IN MANHATTAN RIGHT NOW MIGHT BE A SUBTLE HINT TOO.

AAAAHHHH!

HEY, GUYS, MIND ME ASKING WHAT THAT WEIRD, ALIEN-LOOKING BOX IS AND IF IT'S IN ANY WAY CONNECTED TO THE MASSIVE OUTBREAK OF VIO...

LOOOOOOOOFFFF!

YOU OWE ME THIRTY BUCKS FROM OUR LAST POKER GAME...

...YA CHEATIN'...

...WALL-CRAWLIN'...

...BUM!

OH, HEY, STRANGELY ANGRY BEN!

THOOOOM!

Y'KNOW, I THOUGHT I PICKED UP A HINT OF TENSION AT OUR LAST GAME.

I FIGURED THAT WAS *LOGAN* TAKING THAT EXTRA SLICE OF PIZZA.

TURNS OUT I WAS WRONG...

KRRAAKKK!

BOY, TALK ABOUT THE ELEPHANT IN THE ROOM.

IT'S MODERATELY AWKWARD TELLING A ***BERSERKER*** KILLING MACHINE WITH BIG SNICKTY ***CLAWS*** THAT HE JUST ATE ANCHOVIES WHEN HIS WAS THE SPICY BEEF.

ANYWAY, IT WAS *HUGE* FUN FEELING WEIRDLY VIOLENT TOWARDS YOU, BUT I HAVE A SUSPICIOUS CAB TO CATCH.

RABBIT PUNCH JOHNNY FOR ME WHEN YOU SEE HIM, YEAH?

TIE REED'S HEAD TO THE BEDPOST WHILE HE'S ASLEEP AND THEN SET OFF THE NEGATIVE ZONE ALARM.

HEY...

LEAVE UNCLE BEN ALONE! HE'S PLAINLY HAVING HIS INHERENT AGGRESSIVE TENDENCIES ENHANCED BY SOME FORM OF NEFARIOUS ARTIFICIAL EXTERNAL ENERGY FIELD!

WE NEED TO FIND THE PROJECTOR OF SAID FIELD AND DEACTIVATE IT BEFORE PEOPLE GET BADLY HURT!

THAT SAID, TOUCH MY UNCLE AGAIN AND WE'LL RIP YOUR FREAKING HEAD OFF!

YEAH! YOU BIG SPIDER POO!

OY!

THIS IS GETTING REALLY EMBARRASSING.

FRANKLIN, VAL...IT'S SPIDER-MAN YOUR *FRIEND*.

SPIDEY RULE NO. 2135. NEVER FIGHT KIDS.

BAD FOR NICE GUY IMAGE AND LARGELY FROWNED UPON BY PUBLIC.

I THINK I KNOW WHERE ALIEN PROJECTOR OF SAID FIELD MIGHT BE, SO ADIOS, RICHARDS KIDS!

UNCLE BEN.

GET THE CAR.

YEAH, SWEETIE?

WOW...

I NEVER KNEW A PRIEST COULD THROW A PUNCH LIKE THAT.

Classy Girls

ONE HIT... BOOM...DOWN SHE WENT.

FRANKIE... DAMN...THIS IS GETTING OUT OF HAND.

KEEP DRIVING. CHILLAX. TURN ON THE RADIO.

PEOPLE ARE GETTING HURT.

JUST KEEP YOUR EYES ON THE PRIZE, BRO.

EEEEEEEEEEEEEEEEEE!

NO!

THIS ISN'T YOU, FRANKIE! YOU'RE AN *IDIOT*, YES, BUT YOU'RE BASICALLY A *GOOD* IDIOT!

THE BROTHER I LOVE WOULDN'T MAKE THOUSANDS OF PEOPLE *SUFFER PAIN* JUST TO MAKE SOME MONEY!

IT'S NOT LIKE YOU OWN THE KNICKS!

COME ON, MAN! WE TURN THAT BOX OFF, SMASH IT OR DUMP IT IN THE RIVER. *PLEASE.*

WOW...

BRO, YOU'VE REALLY OPENED MY EYES...

YOU THINK I'M AN IDIOT.

FINE! STAY HERE AND I'LL DO THIS ALONE!

WHAT THE HELL ARE YOU DOING?

FIGHTING FOR MY DREAMS, SPAGS! MAKING A BETTER LIFE! AND I'LL DO IT WITHOUT MY BABY BROTHER IF I HAVE TO!

NYC TAXI

AND YOU CAN FORGET ABOUT ME PAYING FOR THAT OPERATION TOO!

I DON'T NEED AN OPERATION.

FRANKIE, YOU MORON.

THE TOP DOG'S A KILLER--

"--AND YOU'RE NOT."

HOOO-KAY, ONLY VEHICLE MOVING IN THE TRI-STATE AREA. YOU AND YOUR MYSTERY BOX ARE MESSING UP THE CITY I KNOW AND LOVE.

AND YOU MADE ME PUNCH ONE OF MY SUPER HERO BUDDIES.

I NEVER DO THAT.

NOT UNLESS THERE'S A CIVIL WAR ON, ANYWAY.

OR THE OCCASIONAL SECRET WAR.

OR A MINOR, EASILY CLARIFIED MISUNDERSTAND--

UH-OH...

THIRTY BUCKS, YA BUM!

ALMOST IN RANGE FOR YOU, UNCLE BEN!

SOON YOU CAN WREAK YOUR REVENGE!

OKAY...

FOR THE FIRST TIME IN MY LIFE I HAVE GENUINE SYMPATHY FOR DOC DOOM.

BEANS! I'M HERE, MAN!

I'M AT THE WAREHOUSE, I GOT THE THING AND I WANT RID!

YOU BRING THE MONEY AND THE...

...THE TOP DOG?

YEAH, HE DID.

TELL ME WHAT YOU GOT AND BE QUICK ABOUT IT.

DOGS ARE GETTING HUNGRY.

UH...HEY GUYS...I'M FRANKIE...

...NICE TO MEETCHA.

THIS BOX... IT MAKES PEOPLE GET ANGRY AND TURN VIOLENT.

IT'S ALIEN... OR IRAQI, AND I'D LIKE TWO MILLION FOR IT. PLEASE.

WOW... SAYING IT OUT LOUD, I JUST REALIZED HOW... IDIOTIC THAT SOUNDS.

HEY, THE DOG TOLD *ME* TO GET THE THING!

NO, HE TOLD ME TO GET IT!

YO CRAZY!

NO, YO CRAZY!

AH, I CAN SEE WHERE THIS IS GOING, SUDDENLY.

SPAGS WAS RIGHT. MAYBE I SHOULD'VE TURNED THE "*MAKE EVERYONE ANGRY*" BOX OFF BEFORE COMING HERE.

YEP, PROBABLY SHOULD'VE DONE THAT.

RAT TAT TAT TAT TAT

KRRAAASHH

THIRTY! DOLLARS!

IT WAS TWENTY-NINE SEVENTY-FIVE AND YOU KNOW IT!

DEFINITELY SHOULD'VE DONE THAT.

OFF. OFF. OFF. OFF. OFF. OFF. OFF. OFF. OFF. OFF.

TAP TAP TAP TAP

ACK... BEN...

...NO POCKETS IN THIS SUIT...

THAT'S WHAT YA ALWAYS SAY, YA CHEAP-SKATE.

WELL, I GOT YA NOW. AND NOTHING'S GONNA SAVE...

ARF! ARF!

...YOU.

OW.

OFFFFFFFFFFFFFF!

I JUST WANT MY BROTHER AND MY POPS AND A NINE-TO-FIVE AND NO SCAMS AND NO $2 MILLION AND FOR EVERYONE IN NEW YORK TO BE NICE!

I'M SORRY! I'M SORRY! I'M SORRY!

YOU SHOULD BE.

YOU AND YOUR BOX BROUGHT A LOT OF TROUBLE DOWN ON ME.

TIME TO PAY THE PRICE.

GRRRRRRRRRRRRR...

THIS PRICE YOU SPEAK OF? IT'S NOT THIRTY BUCKS IS IT?

'CUZ THAT WOULD BE *REALLY* SPOOKY AND UNEXPLAINABLE.

WHAT'S THIS *ALIEN BOX*? AND ON THIS *BRIEFCASE FULL OF CASH*? LEMME TAKE A LOOK.

MY BOX!

MY MONEY!

BOY, IT'S ALL *ME, ME, MINE* WITH YOU GUYS.

UNTIL YOU KIDS CAN PLAY *NICE* I'M GOING TO CONFISCATE THESE ITEMS AND--

THWACK!

CRAM IT, WEBS!

THE MACHINE!

CRACK!

OH NO.

KRAK!

OH NO.

OH NO.

OH YEAH!

CLICK

BWOOP BWOOP BWOOP

C'MERE!

WHO'S MY PRETTY ICKLE DOGGY-WOGGIES, EH?

I WUV MY DOGGIES! I WUV MY DOGGIES SO MUCH!

OKAY, I GET IT. THAT HIT. IT'S SWITCHED THE SETTING...

"...TO LOVE."

WEBS, I AM SO SORRY I POUNDED YA.

DON'T BE, IT WAS MY FAULT.

YA KNOW I THINK THE WORLD OF YOU.

S'MUTUAL.

AW. C'MERE AND GIVE US A KISS, YA BIG GOOFBALL.

IT'S SLOBBERIN' TIME!

NEAT-O.

UH...SO EVERYONE LOVES ONE ANOTHER NOW.

THAT AIN'T SO BAD, RIGHT? I CAN JUST TAKE THIS MONEY AND LET EVERYONE HUG IT OUT.

YOU KNOW WHAT, BRO?

YOU ARE SO RIGHT.

SPAGS! YOU'RE HERE!

GRABBED ANOTHER CAR, FOLLOWED YOU TO THE MEETING POINT 'CUZ I WAS WORRIED ABOUT YOU.

I MEAN, THAT'S WHAT BROTHERS DO, RIGHT?

I LOVE YOU, MAN.

AND I TOTALLY TRUST YOU TO NOT DO ANYTHING... IDIOTIC.

UH...MR. THING...

SNUGGLE-BUGGLES...

YEAH, KID.

YOU COULDN'T SMASH THIS BOX FOR ME, COULD YOU?

SURE THING.

SMASH!

HEY.

YOU MADE ME BE NICE. I *HATE* THAT.

TIME TO GET *MEAN* AND *NASTY*.

MUSIC TO MY EVER-LOVIN' EARS...

...'CUZ I FEEL THE NEED TO *SERIOUSLY* REAFFIRM MY CLOBBERIN' CREDENTIALS.

ACK!

YOU OKAY, WEBS?

WE *NEVER* TALK OF THIS. *EVER!*

I GOT THIS.

YOU'RE SURE?

PLEASE! GO MAKE SURE THE KIDS ARE OK.

HEY, RICHARDS CHILDREN!

THE CROOKS WENT THAT WAY. TOWARDS THE RIVER.

I'VE SCANNED THE AREA AND THE AGGRESSION ENHANCEMENT FIELD'S GONE.

THEY KINDA SAVED THE DAY, SPIDER-MAN.

"BE NICE."

I CAN'T BELIEVE, AFTER ALL THAT, YOU LEFT THE MONEY ON THE WAREHOUSE FLOOR.

TWO MILLION FREAKING DOLLARS! COULD'VE CHANGED OUR LIVES AND GOT US OUT OF HERE!

WELL, THAT'S ALWAYS BEEN THE DIFFERENCE BETWEEN YOU AND ME, BRO.

I KINDA LIKE WHAT I'VE ALREADY GOT.

HEH. I SEE YOUR POINT.

AH, PEOPLE OF NEW YORK.

THERE'S THAT WARM HEART I KNOW AND LOVE.

HMM...WHY DO I FEEL THE URGE TO BUY FLOWERS FOR THE THING?

THE SAVAGE LAND.

IN A WORLD OF GLASS AND STEEL...OF SKY-FIRE HARNESSED TO DO THE BIDDING OF MAN...THERE IS NO OTHER PLACE LIKE IT.

HERE IS LIFE AND DEATH...FLESH AND BLOOD...BEGINNINGS AND ENDINGS.

HERE IS *HONESTY.*

THIS IS THE STORY OF HOW THE MAN-SPIDER HELPED US SAVE THE SAVAGE LAND FROM A FESTERING EVIL AT ITS CORE.

IT DID NOT GO *SMOOTHLY.*

"I'M GONNA LET YOU GUYS IN ON A *LITTLE SECRET...*"

I *HATE* DINOSAURS.

NO OFFENSE. I KNOW THIS ISN'T THE BEST TIME FOR TRUE CONFESSIONS... BUT I FEEL LIKE I NEED TO COME CLEAN.

THIS MIGHT GET ME KICKED OUT OF THE SECRET CIRCLE OF BORN-AND-RAISED ***NERDS***, BUT OVERGROWN LIZARDS JUST NEVER DID MUCH FOR ME.

SKRR-HSS-SK!

I MEAN, SURE...

CHOMP!

...I'VE WATCHED MY FAIR SHARE OF *HERCULOID* RERUNS.

HSS-HSSSK!

AND WHEN I WAS IN EIGHTH GRADE, I *MIGHT* HAVE TRIED TO BUILD A ROBOTIC T-REX TO ***EAT*** FLASH THOMPSON.

SHH-WAM!

BUT YOU GUYS REPRESENT THE ***PAST***, AND I'VE ALWAYS BEEN MORE ***FUTURE***-FOCUSED.

SURROUNDED BY A PACK OF VICIOUS VELOCIRAPTORS.

NOT SURE HOW THIS COULD BE MUCH WOR--

AW, C'MON.

ARE YOU *KIDDING* ME?!

REALLY...THE SAVAGE LAND IS NOTHING MORE THAN A RETIREMENT HOME FOR A BUNCH OF CRITTERS WAITING FOR *EXTINCTION*.

GUESS IT'S ONLY FAIR THAT YOU DON'T LIKE *ME*, EITHER.

IT'S LIKE THIS NIGHTMARE I HAD ONCE... ONLY THIS TIME I'M NOT *NAKED*.

BIG

"COME TO THE SAVAGE LAND," THEY SAID.

"IT'S A ONCE-IN-A-LIFETIME SCIENTIFIC OPPORTUNITY.

"UNMATCHED ENERGY SIGNATURES...

"...UNIQUE FLORA AND FAUNA."

VVOOOOSHH!

FWOOSH!

THEY ALWAYS FORGET TO MENTION THAT ALL THAT "*UNIQUE*" FAUNA IS GOING TO TRY TO **EAT** YOU!

OR COOK YOU, ***THEN*** EAT YOU.

IT'S THE STORY OF MY LIFE...

NOBODY ***EVER*** TELLS YOU ABOUT THE MUTANT ***FIRE-BREATHING*** VELOCIRAPTORS!

HSSSSSSSS

STILL...

I'VE HAD WEIRDER--

WOOP! SPIDEY-SENSE SENSING!

ATTENTION, INTERLOPER.

YOU ARE NOW OUR PRISONER.

YOUR GENETIC STOCK WILL BE USED AS RAW MATERIAL FOR OUR MASTER'S EXPERIMENTS.

RESIST AND YOU WILL BE EVISCERATED.

SKRRREEEEEEEEK!

WHOA!

HNF!

STUPID TALKING PTERO--

AAAGH!

SSSKKKKKK!

YOU KNOW WHAT?

THWIP!

HHSK?

I'M BEGINNING TO THINK YOU GUYS *DESERVED* EXTINCTION!

WH-KRUMPH!

ALL RIGHT.

WHO WANTS--

--SOME?

OKAY... LOOK...I THINK WE GOT OFF ON THE *WRONG* FOOT.

I MADE SOME CRACKS ABOUT EXTINCTION...

...YOU TRIED TO FLASH-FRY ME.

LET'S START OVER AND TALK ABOUT--

SILENCE.

NO DISCUSSION WILL BE PERMITTED.

YOUR ONLY HOPE FOR SURVIVAL IS IMMEDIATE CAPITULATION.

THOOM THOOM THOOM THOOM THOOM THOOM

WHAT NOW?

FURTHER RESISTANCE WILL BE MET WITH--

RRRROOOAAAAR!

DEVIL DINOSAUR!

AND THE HAIRY LITTLE GUY...

WE DID NOT KNOW HOW THE MAN-SPIDER HAD REACHED OUR LANDS.

SKKRRRR-HHSSS!

HHSSS!

CHOMP!

ONCE HE HAD BEEN OUR *FRIEND*.

BUT MUCH HAD CHANGED SINCE DEVIL AND I HAD LAST SEEN HIM.

THE *OUTSIDE WORLD* HAD TREATED US CRUELLY.

SKKKAAAAA!

ROAR!

AS SEEN IN HEROES FOR HIRE #9-11 "PREHISTORIC PYLE"

AND WE HAD LEARNED TO TRUST *NO ONE*.

THAT'S WHAT I'M TALKING ABOUT!

BIG RED T-REX TO THE...

...RESCUE.

HEY... WHERE'D *MOON-BOY*--

SMACK!

〈WHAT ARE YOU DOING HERE, MAN-SPIDER?〉

〈ARE YOU HERE TO *HARM* US? TO *PLUNDER* OUR MOST PRECIOUS GIFTS?〉

OOFF!

TRANSLATED FROM LIZARD LANGUAGE SERIOUSLY.

SEE...THIS IS THE PROBLEM WITH YOU PREHISTORIC TYPES....

YOU'RE JUST TOO *UNPREDICTABLE.*

〈THE FOUL ONES HAVE POISONED OUR LAND! THEY HAVE STOLEN FROM US!〉

WHAT GIVES?

HOLD ON A SECOND!

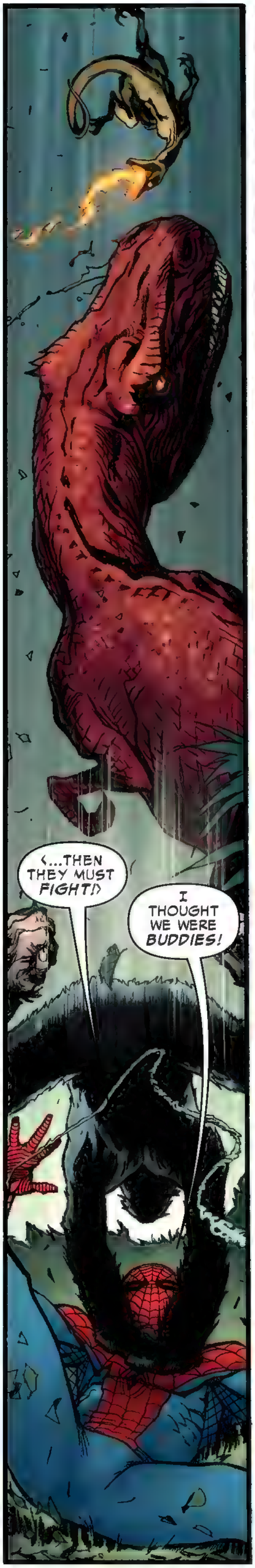
YOU KNOW ME!

THH-THWPPP!

THWIP!

〈THIS IS OUR *HOME.*〉

〈AND IF THE OUTLANDERS WISH TO SPOIL IT...〉


‹...THEN THEY MUST FIGHT!›
I THOUGHT WE WERE BUDDIES!

FWOOOSH!
RUUUAR!

RRRRRRRR

SWWWADA-
BASH!

<THAT'S IT, DEVIL!>

<THOUGH THESE BEASTS ARE POSSESSED BY TERRIBLE OUTLANDER DEMON-SPIRITS, THEY ARE *NO MATCH* FOR YOU!>

MOON-BOY, YOU HAVE BEEN A BAD LITTLE MONKEY...

SKKKKKAAAAAA!

...BUT IF YOU DON'T PAY ATTENTION, YOU MIGHT AS WELL BE RINGING THE *DINNER BELL!*

SIZZZZLLZZZLL

WHACK!

<THE DEMON-SPIRITS HAVE TURNED THE SPITTER'S VENOM TO ACID!>

<BUT THE MAN-SPIDER HAS SAVED ME!>

...AND THEY'RE LEAVING.

WHICH MEANS I'M BACK TO JUST FIGHTING ONE *GIANT* DINOSAUR.

HSSSSSSSSS

‹MAN-SPIDER! I BELIEVED YOU TO BE THE MINION OF THE DEFILERS!›

‹I SHOULD HAVE REALIZED THAT THE KINDLY SPIRITS HAD SENT YOU, TO AID US.›

‹PLEASE FORGIVE ME! I WAS WRONG TO ATTACK YOU!›

WHOA WHOA WHOA. SLOW DOWN, TARZAN!

MAYBE I FLUNKED OUT OF HYSTERICAL-SCREECHING-AS-A-SECOND-LANGUAGE...

...BUT I'VE BEEN IN THE GAME LONG ENOUGH TO RECOGNIZE A PLEA FOR HELP WHEN I HEAR ONE.

I GET IT. YOU GUYS HAVE A MUTANT DINOSAUR PROBLEM.

AND MAYBE YOU NEED A FRIENDLY NEIGHBORHOOD SPIDER-MAN TO HELP OUT.

BUT I'VE GOT PROBLEMS OF MY OWN...AND THIS *ISN'T* MY NEIGHBORHOOD!

LET'S TRY A *DIFFERENT* TACK TO GET PAST OUR LITTLE COMMUNICATION BARRIER.

"I CAME HERE AS PART OF A SCIENTIFIC OUTING WITH THE CREW OF *HORIZON LABS*.

"MY BOSS--*MAX MODELL*--PULLED SOME PRETTY IMPORTANT STRINGS IN ORDER TO BRING A TEAM HERE, AND HE PROCLAIMED THIS AN '*ALL-HANDS-ON-DECK*' SCENARIO.

"I COULDN'T TELL HIM I'D BEEN TO THE SAVAGE LAND ON MORE THAN ONE OCCASION...OR THAT EVERY SINGLE VISIT HAD RESULTED IN SOME SORT OF LIFE-AND-DEATH STRUGGLE.

"THE REST OF THE TEAM...THEY WERE ACTING LIKE A BUNCH OF HIGH SCHOOL KIDS ON A FIELD TRIP.

"BUT MY SPIDER-SENSE HAD BEEN RINGING NON-STOP SINCE WE ARRIVED, SO I TOOK A WALK TO CLEAR MY HEAD.

"AS IT HAPPENS, THIS WAS ONE OF THE ONLY TIMES MISSING OUT ON S'MORES WAS A GOOD THING."

"I CAME BACK TO FIND THE CAMP IN SHAMBLES... RANSACKED...

"...AND I KNEW WE WERE UNDER ATTACK EVEN BEFORE THE *SCREAMING* STARTED.

"THESE DINOSAURS WERE ACTING... *ODD*.

"INSTEAD OF TURNING THE BEST AND BRIGHTEST OF HORIZON LABS INTO AN ALL YOU CAN EAT BUFFET, THEY SEEMED TO BE ROUNDING UP *PRISONERS*.

"THAT BOUGHT ME SOME TIME TO SLIP AWAY QUIETLY AND FIGURE OUT A *RESCUE PLAN*.

"BUT MAYBE I WASN'T AS *STEALTHY* AS I THOUGHT. THE NEXT THING I KNOW I'M BEING ATTACKED BY A HORDE OF FIRE-BREATHING LIZARDS."

AND THAT'S WHERE YOU CAME IN.

YOU SEE MY *DILEMMA*?

<MAN-SPIDER...>

‹I CAN MAKE NO SENSE OF YOUR GRUNTING.›
‹AND YOUR DRAWINGS ARE SO CRUDE THAT EVEN THE VERY DIRT IS ASHAMED TO BEAR THEM.›
‹COME! COME WITH ME!›
‹I WILL SHOW YOU!›
‹OUR ENEMIES ARE MANY!›
‹THEY USE THE MAGIC OF THE OUTSIDE WORLD TO MUTATE THE CREATURES OF OUR LAND AND TURN THEM AGAINST US!›
I DON'T KNOW ABOUT YOU, BUT I'VE GOT A DOZEN JOKES ABOUT TIMMY BEING STUCK IN A WELL THAT I'M JUST KEEPING TO MYSELF.
‹LOOK! LOOK!›
‹THE FOUL SPIRITS HAVE GATHERED HERE!›

OUR ENEMIES HAD USED THE *CORRUPTION* OF THE OUTSIDE WORLD AGAINST US.

BUT FATE HAD SENT US A *HERO* FROM THAT SAME WORLD TO JOIN US IN OUR BATTLE!

WITH THE MAN-SPIDER BY OUR SIDE, WE COULD NOT BE DEFEATED!

OH, BOY.

ALL RIGHT, GUYS.

WE'RE GONNA NEED A--

!

--PLAN.

‹GO, DEVIL, GO!›

‹ATTACK!›

...AND THEN HE SAID, "CLEVER GIRL," JUST BEFORE HE GOT MAULED. CLASSIC!

STILL DOESN'T BEAT DALLAS IN THE VENTILATION TUNNELS.

WHAT ABOUT QUINT? IN THE BOAT? WITH THE SHARK?

WOULD YOU TWO SHUT! UP!

WE'RE BEING HELD HOSTAGE BY SOME SORT OF SCIENCE-GONE-WRONG DINOSAURS...AND YOU THINK *MOVIE DEATHS* IS AN APPROPRIATE TOPIC FOR CONVERSATION?

THEY'RE JUST TRYING TO PASS THE TIME, BELLA.

EVERYONE JUST STAY *CALM.*

YEAH... RELAX.

SOMEONE WILL COME FOR US.

ARE YOU *SERIOUS*, UATU? WHO'S GOING TO COME FOR US WAY OUT HERE?

THIS IS THE *SAVAGE LAND*, NOT NEW YORK CITY!

NO ONE IS COMING FOR US!

TELL 'EM, MAX!

DID ANYONE ELSE HEAR THAT?

RRRRRRMRMMBBBLLLL

THE AWFULNESS OF THE OUTSIDE WORLD HAD TAINTED THE BEASTS OF THE *SAVAGE LAND*.

BUT THE KINDLY SPIRITS BROUGHT THE *MAN-SPIDER* TO FIGHT ALONGSIDE ME AND THE MIGHTY *DEVIL DINOSAUR* TO BREAK THE CURSE THAT PLAGUED US.

BUT AS AN ALLY, THE MAN-SPIDER HAD PROVED HIMSELF TO BE...*GRUMPY*.

THIS IS *NOT* A PLAN!

<MAN-SPIDER!>

<LOOK OUT!>

TRANSLATED FROM "10,000 YEARS AGO" LANGUAGE -WACKERSTONE

THANKS FOR THE WARNING, LITTLE GUY!

AT LEAST... I *THINK* THAT WAS A WARNING.

BUT MY *SPIDER-SENSE* IS WAY AHEAD OF--

SHZZ.

KYYEEAARGH!

KRZZZ.

SKKKKK!

NNNNNN

SI-WHAM!

<CAREFUL, DEVIL!>

<THUNDER-HORN WAS A TERRIBLE FOE EVEN BEFORE HE WAS *CORRUPTED* BY THE FOUL SPIRITS!>

GRROONNNNK!

CHK-CHK!!

THE INTERLOPERS MUST BE DESTROYED.

CRUSH THEM BEFORE THEY FURTHER IMPEDE THE MASTER'S EXPERIMENTS.

RRRAAHHK!

CH-POOM!

CH-POOM!

CH-POOM!

GRRRRRAAAAAA!

K-BOOM!

BOOM!

K-BOOM!

‹NO!›
‹DEVIL!›
WAIT! YOU CAN'T HELP HIM!
HE'S GOT THIS!
I MEAN, I GET IT... A BOY AND HIS DINOSAUR.
IT'S *TOUCHING* AS A HALLMARK CARD... BUT HARRYHAUSEN-STYLE BATTLES ARE IN BIG RED'S *WHEELHOUSE*.
BESIDES I'M GOING TO NEED *YOUR* HELP WHEN WE FIND MY--
‹YOU'RE *RIGHT*, MAN-SPIDER!›
‹WE MUST FIND THE FIEND WHO *POISONS* THE BEASTS OF THE LAND WITH FOUL SPIRITS!›
‹QUICKLY!›
‹WE MAY NOT BE AS *MIGHTY* AS DEVIL, BUT WE CAN STILL MAKE A DIFFERENCE!›
IT'S A WONDER I DON'T TAKE UP DRINKING.

MOON-BOY!

WAIT UP!

HAVE YOU NOTICED HOW *BIG* THESE TUNNELS ARE?

WE'D BEST KEEP AN EYE OUT FOR INDOOR PETS.

Ooh-kay!

DEVIL'S GOT THIS.

MOON-BOY?

‹I WAS WRONG, MAN-SPIDER.›

‹I THOUGHT YOU WERE BROUGHT HERE TO HELP *US*...›

‹...BUT YOU ARE ONLY HERE TO SAVE *YOUR* PEOPLE.›

<WHAT IS THE MATTER, MAN-SPIDER? WHY DO YOU BACK AWAY FROM THE DOOR?>

LOOK... MOON-BOY...I KNOW YOU'RE NOT GOING TO UNDERSTAND WHAT I'M SAYING, BUT THIS IS A *PROBLEM* FOR ME.

SEE...THESE ARE MY FRIENDS...WELL... ASSOCIATES, I GUESS... CO-WORKERS...

NEVER MIND.

THE THING IS...IF THEY SEE ***SPIDER-MAN*** CONVENIENTLY SHOW UP IN THE SAVAGE LAND WHILE GOOD OL' ***PETER PARKER*** IS STILL MISSING, THEY'RE GONNA PUT TWO AND TWO TOGETHER.

DO YOU GET WHAT I'M TRYING TO SAY?

<I...>

I MEAN, IF WORSE COMES TO WORSE, I'LL DO IT, BUT--

<YES!>

<YES! I *UNDERSTAND!*>

<THE KINDLY SPIRITS BROUGHT YOU HERE TO SAVE YOUR PEOPLE *AND* TO HELP US!>

<THEY CERTAINLY WORK IN MYSTERIOUS WAYS!>

W-WAIT.

WHERE ARE YOU GOING?

<FOLLOW!>

A-HA!

MUTANT RAPTORS...CYBORG TRICERATOPS... SOUPED-UP STEGGIES...

YEAH...

...

SOUNDS LIKE THE WORK OF A *MAD SCIENTIST* TO ME.

‹T-THERE!›

‹THERE THEY ARE!›

EGGS?

THIS IS ABOUT *EGGS* FOR YOU?

ARE THOSE...I THOUGHT... ISN'T DEVIL A--

AW... NO...

NOT *THIS* GUY.

ONCE MORE *BRAINCHILD* WINS THE DAY!

I SUPPOSE IT WAS ONLY A MATTER OF TIME BEFORE MY *DEFENSES* WERE PUT TO THE TEST.

I DID NOT ANTICIPATE, HOWEVER, THAT THE *ATTACK* WOULD COME WHILE MY *EXPERIMENTS* WERE IN THEIR *INFANCY*.

STILL, MY CREATIONS SHOULD PROVE *MORE* THAN A MATCH FOR ANY *HAM-FISTED* INCURSION.

AND AFTER I'VE SQUASHED THIS *PATHETIC* ASSAULT, I'LL PUT THOSE SURFACE WORLD SCIENTISTS I'VE CAPTURED TO WORK...

...EITHER BOLSTERING MY DEFENSES...

...OR *FEEDING* MY TROOPS.

BUT THEIR DISAPPEARANCE WILL SURELY ATTRACT ADDITIONAL UNWANTED *ATTENTION*.

LET THEM COME!

THE DOMINION OF *BRAINCHILD* WILL SUFFER NO FURTHER--

SORRY TO INTERRUPT YOUR EGOMANIACAL DIATRIBE, PAL.

BUT IF THAT *HEAD* OF YOURS GETS ANY *BIGGER*, YOU WON'T BE ABLE TO FIT THROUGH THESE BRONTOSAURUS-SIZED TUNNELS!

MOON-BOY!

AND... MAN-SPIDER!

Y'KNOW, THE NAME'S *SPIDER-MAN.*

HOW'D YOU LIKE IT IF I CALLED YOU *CHILD-BRAIN?*

ACTUALLY, THAT'S KIND OF *CATCHY.*

UNNF!

SPLAT!

‹I HAVE THE EGGS!›

THIS IS A REAL *BAD* DAY FOR YOU, HUH, CHILD-BRAIN?

NEVER IN A *MILLION* YEARS DID YOU EXPECT TO TICK OFF BOTH SPIDER-MAN *AND* DEVIL DINOSAUR!

FOOL!

DID YOU REALLY THINK THAT CRIMSON BRUTE WAS THE *ONLY* TYRANT LIZARD IN MY DOMAIN?

WHY, YES. YES I DID.

THEN YOU ARE A DOLT! BECAUSE WHATEVER NATURE CAN CREATE *BRAINCHILD* CAN MUTATE!

SPIDER-MAN: KRAVEN'S LAST HUNT

RISE...

...DEMON DINOSAUR!

HUH.

JUST WHAT I WANTED TO DO TODAY...

...GET EATEN BY A THING THAT GIVES T-REX'S NIGHTMARES!

Y'KNOW...I COULD'VE BEEN A MAD SCIENTIST.

A REALLY GOOD ONE.

BUT I DIDN'T HAVE IT IN ME TO BE SUCH A *HOMICIDAL JERK* ON A DAY-TO-DAY BASIS!

ALSO... THAT STORY OF A BOY AND HIS DINOSAUR?

KINDA *CREEPY* NOW.

SKKRROOONKK!!

SKKK RONNK!

HEY! BIG RED!

HOPE YOU'RE OKAY WITH A LITTLE *SIBLING RIVALRY!*

‹BE CAREFUL, MY FRIEND!›

‹THERE IS NO TELLING WHAT AWFUL *POWERS* THE FOUL SPIRITS HAVE GIVEN THIS DEVIL-BEAST!›

GRRNK?

DESTROY THEM, DEMON!

GRRRRRR

HEY FELLAS! I DON'T SUPPOSE WE COULD JUST TALK THIS OUT LIKE CIVILIZED DINOSAURS?

SKKKKR-GRNNK!

KILL HIM, MY DEMON DINOSAUR! KILL!

CHOMP!

RRRAAAHH!

HEY, BIG-BRAIN.

LET THE ADULTS SETTLE THIS BY THEMSELVES!

<YOU!>

<YOU WILL PAY FOR WHAT YOU'VE DONE!>

AGGH!

SHLACK!

THAT'S *ENOUGH.*

HE'S HAD ENOUGH.

<I... I...>

SCHWOMP!

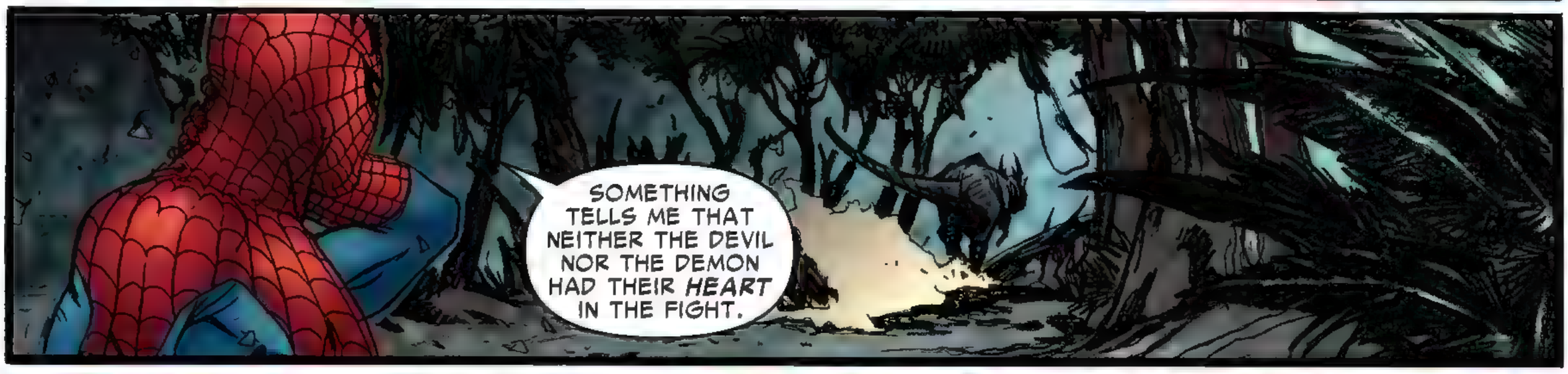
GRRAWWWWR!

<YOU DID IT, DEVIL!>

<THE DEMON-BEAST FLEES FOR ITS LIFE!>

GRRINK!

‹WHY DO YOU SEEM SAD, DEVIL?›
‹THIS WAS A HARD-WON BATTLE...›
‹...BUT ONCE MORE YOU ARE SUPREME!›
I CAN'T BEAR TO LOOK INTO THOSE BIG, HEARTBREAKING REPTILIAN EYES!


SOMETHING TELLS ME THAT NEITHER THE DEVIL NOR THE DEMON HAD THEIR HEART IN THE FIGHT.

OKAY... WELL, NOW THAT THAT'S SORTED.
WE STILL HAVE THE ISSUE OF MY RESCUING MY FRIENDS.

WHILE I HEAD BACK TO CAMP AND ASSUME THE GOOD OL' SECRET IDENTITY, HERE'S WHAT I NEED YOU GUYS TO DO.
IT'S PRETTY SIMPLE.
JUST BREAK THEM OUT OF THEIR CELL...KEEP EVERYBODY CALM...AND GUIDE THEM BACK THROUGH THE JUNGLE TO THE CAMPSITE...
...UH...
MAYBE I SHOULD JUST DRAW IT OUT FOR YOU.
DUDE! DO WE ALL GRASP THE SIGNIFICANCE OF WHAT JUST HAPPENED?
WE WERE JUST RESCUED BY THE MISSING LINK!
I WOULD HAVE LIKED TO KEEP HIM FOR FURTHER STUDY!

MAX... LOOK!

PETER!

PETER'S ALIVE!

WE THOUGHT WE'D LOST YOU.

YOU REALLY MISSED IT! WE--

I CAN'T WAIT TO HEAR ALL ABOUT IT, GUYS...

...MAYBE ON THE WAY HOME?

Soon...

SO LONG, DEVIL.

KEEP AN EYE ON THE PLACE FOR ME WHILE I'M AWAY.

I'M SURE I'M LEAVING IT IN GOOD HANDS.

"AND JUST LIKE THAT, CHILDREN, THE MAN-SPIDER LEFT US."

‹HIS FRIENDS NEVER KNEW WHAT HE HAD DONE FOR THEM.›

‹BUT WE KNOW.›

‹THERE IS HONESTY HERE IN THE SAVAGE LAND.›
‹BEFORE HE LEFT, THE MAN-SPIDER GAVE US A GREAT GIFT. HE GAVE US HIS TRUST AND SHOWED US HIS TRUE FACE...›
‹...THE FACE OF A HERO.›
GRROMMNK!

SPIDER-MAN vs. VAMPIRES 1

"THE SPIDER & THE SWORD"

YEARS AGO...

I STILL CAN'T BELIEVE *ESU--*

IT'S BAD ENOUGH THAT I HAVE TO STAY LATE UNTIL ELEVEN THIRTY HARVESTING CELLS FOR MY RESEARCH PAPER, BUT THEN TO HAVE THE *CENTRIFUGE* BREAK AND LOSE ALL THOSE *SAMPLES* TO BOOT? THAT'S *BRUTAL.*

I SWEAR, IF IT WASN'T FOR BAD LUCK, I WOULDN'T HAVE ANY LUCK AT--

HELLLP!!

UH-OH-- NOW *THAT* DOESN'T SOUND GOOD.

LUCKILY, TAKING CARE OF THINGS THAT "DON'T SOUND GOOD" IS ONE OF THE THINGS YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN DOES BEST.

HELLO.

YOU'D THINK THAT IN A TOWN FULL OF SUPER HEROES, THUGS WOULD THINK TWICE ABOUT MUGGING.

MJ'S GOING TO BE OUT LIKE A LIGHT BY THE TIME I GET HOME.

PLEASE-- NO!!

HEY, FELLAS--

--ANYBODY EVER TELL YOU THAT *THREE* AGAINST ONE ISN'T A FAIR FIGHT?

THEN AGAIN-- THREE AGAINST *ONE* GUY WITH THE PROPORTIONAL STRENGTH OF A SPIDER AIN'T EXACTLY *"EVEN STEVEN"* EITHER.

SPIDER-MAN!!

PERHAPS WE CAN USE HIM LIKE WE HAVE THE *OTHER ONE?*

OTHER ONE?

GET OUTTA HERE, BUDDY! I WOULD TELL YOU THIS NEIGHBORHOOD ISN'T SAFE AT NIGHT, BUT THESE DAYS THAT PRETTY MUCH GOES FOR ALL OF NEW YORK--

HSSSSS!

WHOA!

EITHER THERE'S SOMETHING WRONG WITH THE FLUORIDE IN THE WATER, OR THE BIG APPLE HAS A *VAMPIRE* PROBLEM!

WATCH IT THERE, SMILEY. DIDN'T YOUR MOTHER EVER TELL YOU TO KEEP YOUR FANGS TO YOURSELF?

I DON'T WANT TO HURT YOU, BUT--

--OOPS.

MY BAD.

HHSSSSS!!

AAAAAAA!

AAAAAAAH!

OFF!

REMEMBER-- TAKE HIM ALIVE. HE'S PERFECT.

I DON'T KNOW ABOUT "PERFECT," BELA LUGOSI--

--BUT DARNED *CUTE?* YOU'LL GET NO ARGUMENT FROM ME.

THWIPP!

THWIPP!

THIS OUGHTA HOLD YOU DOWN. NOW TO GET TO THE BOTTOM OF THIS--LET'S SEE IF--

UVC DARKSIDE DANCE
By invitation only.
Midnight until 3:00 AM.
THE MARTINIQUE HOTEL.

THIS IS *TONIGHT.* I'D BETTER HURRY.

I WAS ABLE TO CALL THE *AVENGERS* AND HAVE THEM TAKE CARE OF THOSE VAMPIRES.

WAIT--THIS CAN'T BE THE ADDRESS. *THE NEW MARTINIQUE* IS ONE OF THE SWANKIEST SPOTS IN THE CITY.

SOMETIMES I WONDER WHY I EVEN DO THIS...

BUT THOSE VAMPIRES MENTIONED THE *OTHER ONE*--SOMEONE'S IN TROUBLE. I CAN'T SIT BY.

WHAT IS THIS?

KILL 'IM!

KILL 'IM!

KILL 'IM!

YOU'VE GOTTA BE *KIDDING*-- THIS IS A VAMPIRE FIGHTING RING!

KILL 'IM!

KILL 'IM!

KILL 'IM!

AND FROM THE LOOKS OF THINGS, THE GUY WITH THE PONYTAIL IS IN CHARGE.

I'D BETTER LOOK AROUND FIRST AND GET A HANDLE ON THINGS. VAMPIRES ARE DEFINITELY NOT THIS SPIDER'S BAILIWICK.

JUST SO YOU KNOW, NEGUS-- WE HAVE ONLY TWO BOUTS LEFT FOR OUR ***DARKSIDE DANCE*** EVENT.

AFTER THAT WE'RE OUT OF FIGHTERS FOR THE NIGHT.

THAT'S UNACCEPTABLE, MR. CHIN.

I DON'T NEED TO REMIND YOU THAT THE CONTINUED SUCCESS OF OUR JOINT "ENTERPRISE" DEPENDS ON A CONSTANT FLOW OF "FODDER" FOR THE RING.

PEOPLE CAME TO ***GAMBLE*** AND I WANT TO MAKE SURE WE GIVE THEM THEIR MONEY'S WORTH.

IT'S NOT HIS FAULT, SOLOMON. THESE ARTIFICIAL VAMPIRES WE'RE CREATING BURN OUT FASTER THAN WE CAN MAKE THEM.

BESIDES, WE NEED TO BE MORE CAREFUL. WE'VE BEEN HERE IN THIS ONE SPOT FOR TOO LONG AND IT'S ONLY A MATTER OF TIME BEFORE THE LOCAL AUTHORITIES START WONDERING ABOUT "MYSTERIOUS DISAPPEARANCES."

LET ***ME*** WORRY ABOUT THE DETAILS, DR. SILAS. I'LL DECIDE WHEN WE MOVE OR NOT.

YOU JUST KEEP BRINGING ME MORE FIGHTERS...

"...LIKE OUR OLD FRIEND IN THE BACK."

NOW THIS LOOKS INTERESTING... WHO PUTS A LABORATORY IN A HOTEL?

...HEY, SMILEY...

HSSSSS!

KKRAKK!!

WORKS EVERY TIME.

NOW, LET'S SEE WHO BIG BOY'S WATCHING...

WAITAMINUTE--

--IS--IS THAT *BLADE*??

THE HALF MAN, HALF VAMPIRE GUY! SHEESH, IF THEY BEAT HIM...

WHAT THE *BLAZES* IS *HE* DOING HERE??

BY THE LOOK OF IT, THEY SEEM TO BE *DRAINING* HIM. I HAVE TO GET HIM OUT OF H--

MY *SPIDER-SENSE*-- SOMEONE'S COMING!

SOMEONE CALL THE *EXTERMINATOR*--

AT FIRST I THOUGHT YOU MAY HAVE BEEN SHOOTING THE LATEST *DRACULA* FLICK!

--BUT SEEING AS HOW YOU'VE GOT MY FRIEND IN A TEST TUBE--

WHIP

--I NEED TO SHUT DOWN PRODUCTION!

HA!

KKRAK-!!

ENOUGH, SPIDER-MAN.

FAPP!

HEY!

FOR ALL YOUR POWER, YOU ARE DEALING WITH FORCES BEYOND YOUR MORTAL COMPREHENSION.

WHAKKK!!

KRAKK! KRAKK! KRAKK!

AND IN ADDITION, YOU ARE COSTING ME BOTH TIME AND MONEY.

YOU WILL REPAY ME, SPIDER-MAN--

--AND I KNOW JUST THE WAY.

TO BE CONTINUED!

LATER...

YAY!

YEAH!

WHAT HAPPENED?? LAST THING I REMEMBER IS TRYING TO SAVE BLADE FROM BLACULA OVER THERE...WHAT IS THAT CHEERING?

WOOHOO!

KILL!

...OH NO... MY NECK!

WOOHOO! YAY!

HUZZAH!

YAY!

YEAH!

BLOOD!

WHAT ARE THEY CHEERING AB--

THIS IS NOT GOOD.

YEAH!

YAY!

KILL! KILL!

WOOHOO!

YEAH!

YAY!

YEAH!

YAY!

BLOOD!

YEAH!

HEY, BLADE-- IT'S ME, BUDDY. YOU REMEMBER, DON'T YOU?

I'M YOUR FRIENDLY NEIGHBORHOOD--

RRAAAGGGH!

NO, WHAT'S HAP- AAARRGGGHHH!

AAAHH--

HHHSSSSS!!

HHHSSSSS!!

BLAAGH!

WAIT--! WHAT AM I DOING??

THE PAIN OF BLADE'S LAST PUNCH IS HELPING ME CONCENTRATE.

BLADE-- LISTEN--SNAP OUT OF IT!! YOU'VE BEEN *DRUGGED.*

I CAN FEEL MYSELF SLIPPING AGAIN. I'VE GOT TO GET US OUT OF HERE--!

STOP THEM!!

IF I CAN JUST GET TO THAT WINDOW--

AND... CLOSE!

ESU GYM WON'T OPEN FOR A FEW HOURS...

THWIP!

...BUT I CAN FIND A WAY IN.

THEY'VE BEEN USING A CHEMICALLY ENHANCED VERSION OF ***VAMPIRE HEMOGLOBIN*** TO CREATE ***ARTIFICIAL*** VAMPIRES.

THANKS FOR THE SAVE, WEBS. I'VE BEEN ON THEM FOR A WHILE.

WELL, IT WORKS. HAD ME THINKING I WAS THE ***VAMPIRE LESTAT.*** FORTUNATELY, AFTER YOU HIT ME, I WAS ABLE TO STAY LUCID ENOUGH TO GET BACK TO ***ESU.***

I FIGURED THE UV LIGHT FROM A ***TANNING BED*** AT THE GYM WOULD ***BURN*** WHATEVER IT WAS FROM OUR SYSTEMS AND RETURN US TO NORMAL.

GOOD THINKING.

NEGUS IS A TWO-THOUSAND YEAR OLD VAMPIRE OUT OF THE ***SUDAN.*** MOST VAMPIRES ARE ***AUTONOMOUS.*** THEY STAY BY THEMSELVES, RARELY CONGREGATING AND RARELY SEEKING HUMAN CONTACT EXCEPT WHEN THEY NEED TO ***FEED.*** BUT NEGUS IS PART OF A SECRET ENCLAVE THAT WANTS TO UNITE ALL VAMPIRES.

ONE NATION UNDER ***BLOOD.***

HE'S BUILT A SECRET VAMPIRE EMPIRE AND AMASSED ***BILLIONS*** OF DOLLARS ON HIS WAY TO BECOMING AN ECONOMIC FORCE TO BE RECKONED WITH.

HOW, WITH THESE "FIGHT CLUBS"?

NO. BY USING THIS ENHANCED HEMOGLOBIN AS A DRUG NAMED "FANG." IT EVEN WORKS ON ***ME.***

IT'S A HIGHLY ADDICTIVE NARCOTIC THAT ***TEMPORARILY*** TURNS NORMAL HUMANS INTO VAMPIRES.

BUT AS IT BREAKS DOWN IN THE BLOODSTREAM, THEY BECOME THESE MINDLESS BEASTS FOR SEVENTY-TWO HOURS.

I WAS ABLE TO STOP IT FROM SPREADING IN EUROPE, BUT NOW IT'S REACHED THE STATES.

WELL, IF PEOPLE ARE DYING...

...WE HAVE TO STOP HIM.

EASIER SAID THAN DONE, SPIDER-MAN.

"NEGUS IS NOT JUST ANY VAMPIRE. HE ONCE WENT UP AGAINST *DRACULA* AND *WON.*"

I FOUND OUT WHERE HE WAS MANUFACTURING THE DRUG BEFORE I WAS CAPTURED. IF WE TAKE THAT DOWN, WE STOP THIS MADNESS FROM SPREADING.

BUT WHAT ABOUT ALL THE PEOPLE HE'S ALREADY TURNED? WE CAN'T JUST LEAVE THEM IN THAT STATE?

WE WON'T. BUT *FIRST*, WE GO BACK TO MY *SAFE HOUSE.* YOUR TANNING SALON HAS GIVEN ME AN IDEA.

HOW? BY GIVING THEM A TAN? SOMEHOW I DOUBT IF THEY STAND STILL FOR THAT.

THEN WE'LL HAVE TO *IMPROVISE.*

TO BE CONCLUDED!

LATER...

WE HAVE TO MOVE QUICKLY.

BRANKSBILL & CO

WHAT'S THE HURRY? THE SHIPMENTS WILL BE READY TO GO IN A FEW HOURS. WE'RE ON SCHEDULE.

THAT WAS BEFORE SPIDER-MAN INTERFERED. I DON'T NEED AMERICA'S SUPERHUMAN CONTINGENT AWARE OF OUR EXISTENCE. NOT UNTIL IT'S TOO LATE FOR THEM TO DO ANYTHING ABOUT IT.

I KNEW BRINGING IN BLADE WAS BAD NEWS.

YOU'RE QUESTIONING MY JUDGMENT, MR. CHIN?

NO--NO-- I'M JUST SAYING IT WAS BAD FOR BUSINESS--

PERHAPS. BUT A PROFITABLE RISK. OUR REVENUES INCREASED *TENFOLD* SINCE BLADE WAS FEATURED IN OUR LITTLE SOIREES. IT ALSO SPREAD THE WORD ABOUT "V." THE RISK WAS WORTH THE REWARD.

NICE TO BE REMEMBERED SO FONDLY.

YOU SHOULD CALL HALLMARK. THAT MIGHT MAKE FOR A DECENT *GREETING CARD.*

WE COULD DO WITHOUT THE JOKES.

THEN DO I GET A COOL-LOOKING GUN THAT FIRES *UV PELLETS* TOO?

FORGET IT.

SPIDER-MAN! BLADE!

I'VE COME TOO FAR TO BE STOPPED NOW!

GLAD YOU RECOGNIZED US. AND TO THINK I WAS ABOUT TO GET A NEW PR MANAGER.

NOT THAT I REALLY HAD ONE IN THE FIRST PLACE.

AHHHHHHH!!!

THE UV PELLETS ARE WORKING--

--THEY'RE RETURNING TO HUMAN FORM!

GOTTA GET OUT OF HERE--

NO SO FAST, SUNSHINE.

THWIPP!!

THWIPP!!

YOU CAUGHT ME OFF GUARD BEFORE, NEGUS-- BUT NOW--

--IT'S TIME FOR *PAYBACK.*

FAPP!

AARRGG!!

ENOUGH.

I HAVE OBSERVED YOU, BLADE. YOUR PASSION, YOUR PROWESS--YOURS COULD BE A POWERFUL VOICE IN OUR NEW NATION-STATE. A VOICE SECOND, PERHAPS, TO MY OWN.

USING HUMANS AS CATTLE? I DON'T THINK SO.

WHAT I'M TALKING ABOUT IS STEPPING INTO THE LIGHT. NO LONGER SLINKING IN THE SHADOWS AS CREATURES OF THE NIGHT, BUT WALKING ALONGSIDE HUMANS AS A VIABLE GROUP OF WORLD CITIZENS WITH REAL ECONOMIC POWER TO BACK US.

AND WHAT'S "FANG"? I SUPPOSE THAT'S YOUR FIRST MAJOR "EXPORT"?

ALL NATION-STATES ARE BUILT ON COMMODITY. I AM NO DIFFERENT. BUT NO MATTER...IF YOU HAVE NO INTEREST--

--YOU HAVE NO INTEREST.

BLADE!!

GET--
OFF--

THIS IS GOING NOWHERE--NEGUS IS STRONGER THAN *BOTH* OF US.

MAYBE I CAN--
WAITAMINUTE--

--ONE OF BLADE'S UV PELLETS!

YOU WERE A WORTHY OPPONENT, BLADE. BUT I CAN'T LET YOU STOP ME.

A PITY WE COULD NOT BE ALLIES.

EH?

HEY NEGSTER--

--LIGHTEN UP!

AARRGH!

BOMP!

...HAVE TO STOP NEGUS...

BLADE, THAT HOLE--

HURRY! WE DON'T HAVE MUCH TIME.

HE COULDN'T HAVE GONE FAR!

GONE!

AND GOOD RIDDANCE.

LATER...

YOU CAN GO, SPIDER-MAN. I'LL TAKE CARE OF THE REST.

YOU SURE? I'LL CALL THE AUTHORITIES AND MAKE SURE THESE VICTIMS GET HOME.

POSITIVE. I'VE BEEN DOING THIS FOR A LONG TIME, AND THE POLICE CAN ONLY DO BUT SO MUCH WITH A CASE LIKE THIS. AND AS FOR THE VICTIMS, THE LESS THEY REMEMBER AND THE LESS THEY'RE QUESTIONED, THE BETTER.

BUT, NEGUS-- HE GOT AWAY.

TRUE. BUT WE'VE HURT HIM AND HIS OPERATION. I'LL TORCH THIS "V" FACTORY AND MAKE SURE MR. CHIN CAN'T PRODUCE ANY MORE OF THIS ***POISON.*** THIS IS A ***VICTORY,*** SPIDER-MAN. AND IN MY WAR--I TAKE THEM ANYWAY I CAN.

WHAT-EVER, DUDE-- I'LL TAKE YOUR WORD FOR IT.

Y'KNOW, I HAVE A QUESTION FOR YOU. SOMETHING I'VE ALWAYS WONDERED--

SHOOT.

NOW, I HAVE THE POWERS OF A SPIDER AND THEY CALL ME ***SPIDER-MAN.*** IRON MAN HAS A SUIT OF IRON SO THEY CALL HIM ***IRON MAN--***

UH-HUH...

--SO I WAS THINKING...SINCE YOU HAVE THE ABILITIES OF GIANT VAMPIRE BAT, WHY NOT JUST TAKE THE NAME OF ***BATM--***

NO.

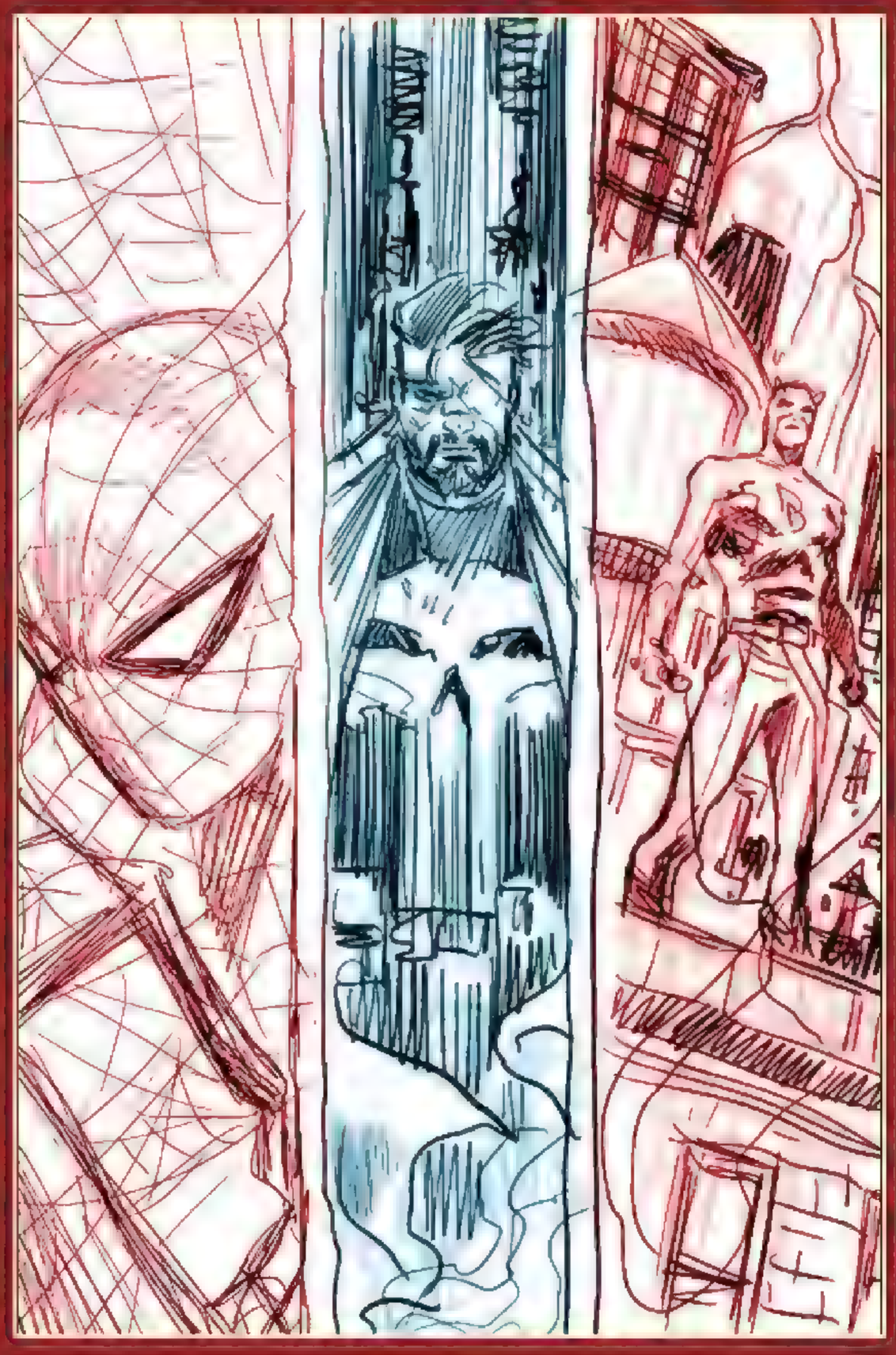
EH. JUST THOUGHT I'D ASK.

ANYWAY, IF YOU EVER RUN INTO MORE VAMPIRES--

--HESITATE TO CALL.

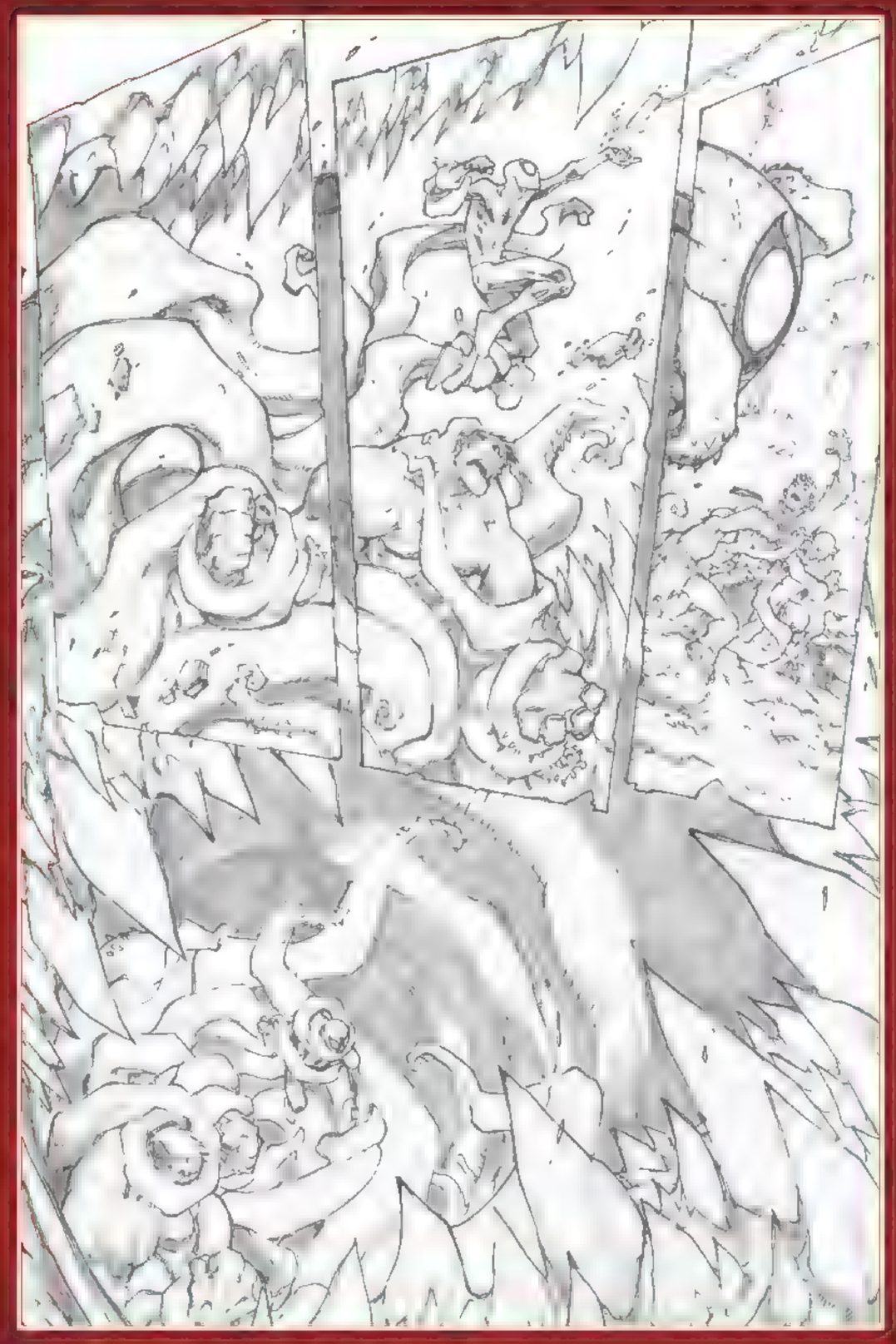
THE END.

AVENGING SPIDER-MAN #1 SKETCH VARIANT BY **JOE QUESADA & DANNY MIKI**



PUNISHER #10 COVER SKETCH BY **MARCO CHECCHETTO**

AVENGING SPIDER-MAN #1,
PAGE 16 PENCILS BY
JOE MADUREIRA



AVENGING SPIDER-MAN #1,
PAGE 17 PENCILS BY
JOE MADUREIRA

AVENGING SPIDER-MAN #1,
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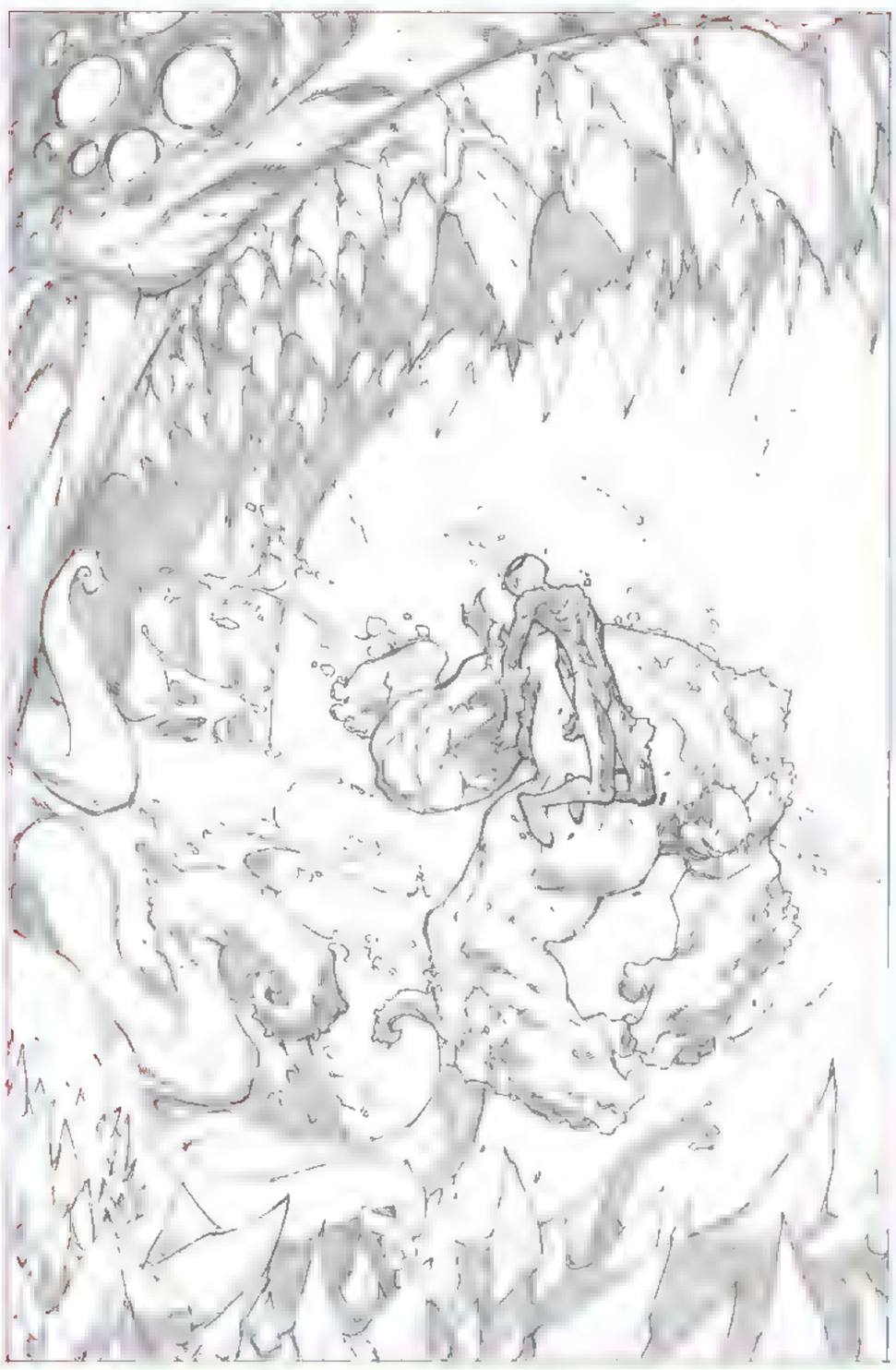
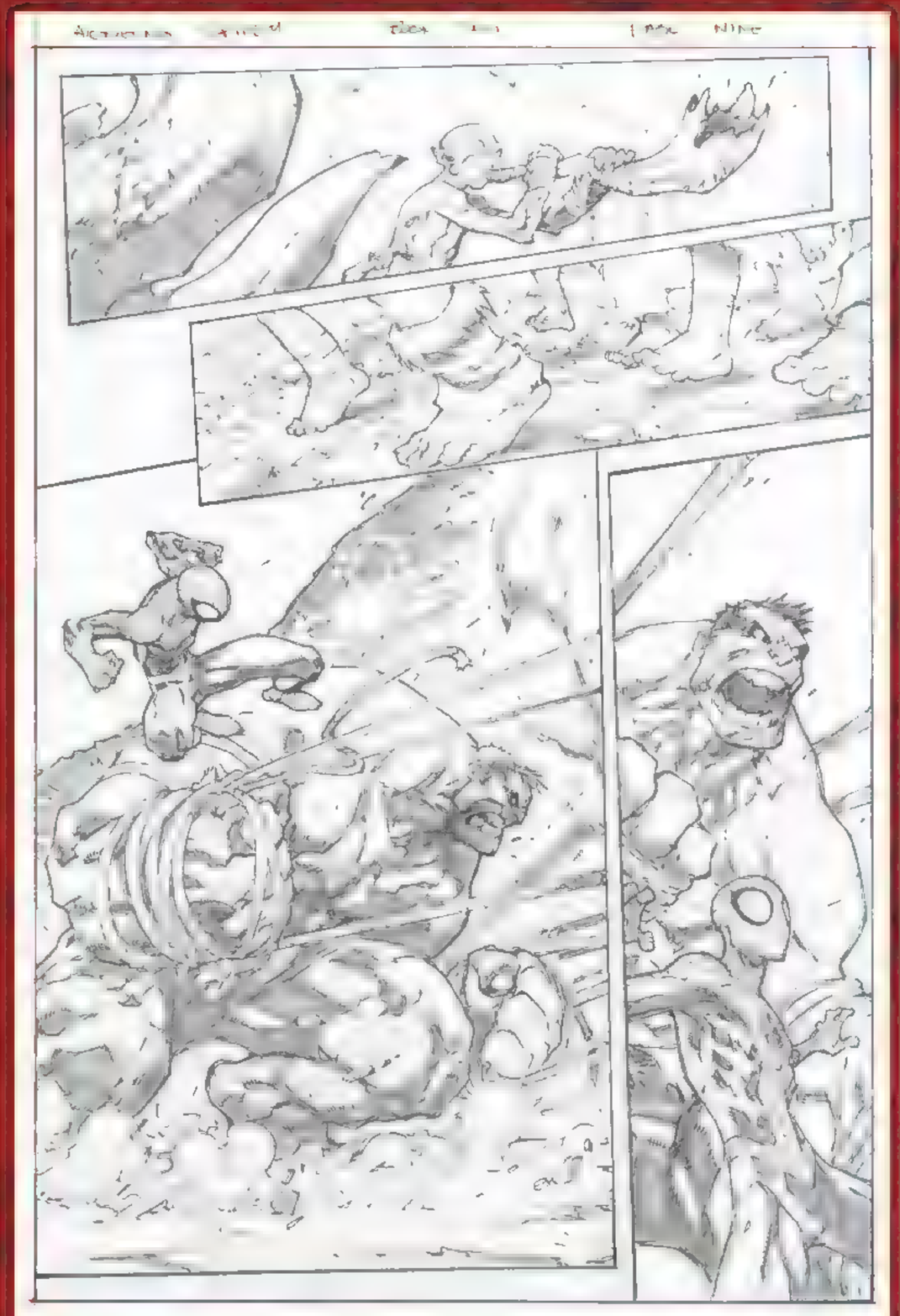


AVENGING SPIDER-MAN #2,
PAGE 3 PENCILS BY
JOE MADUREIRA



AVENGING SPIDER-MAN #2,
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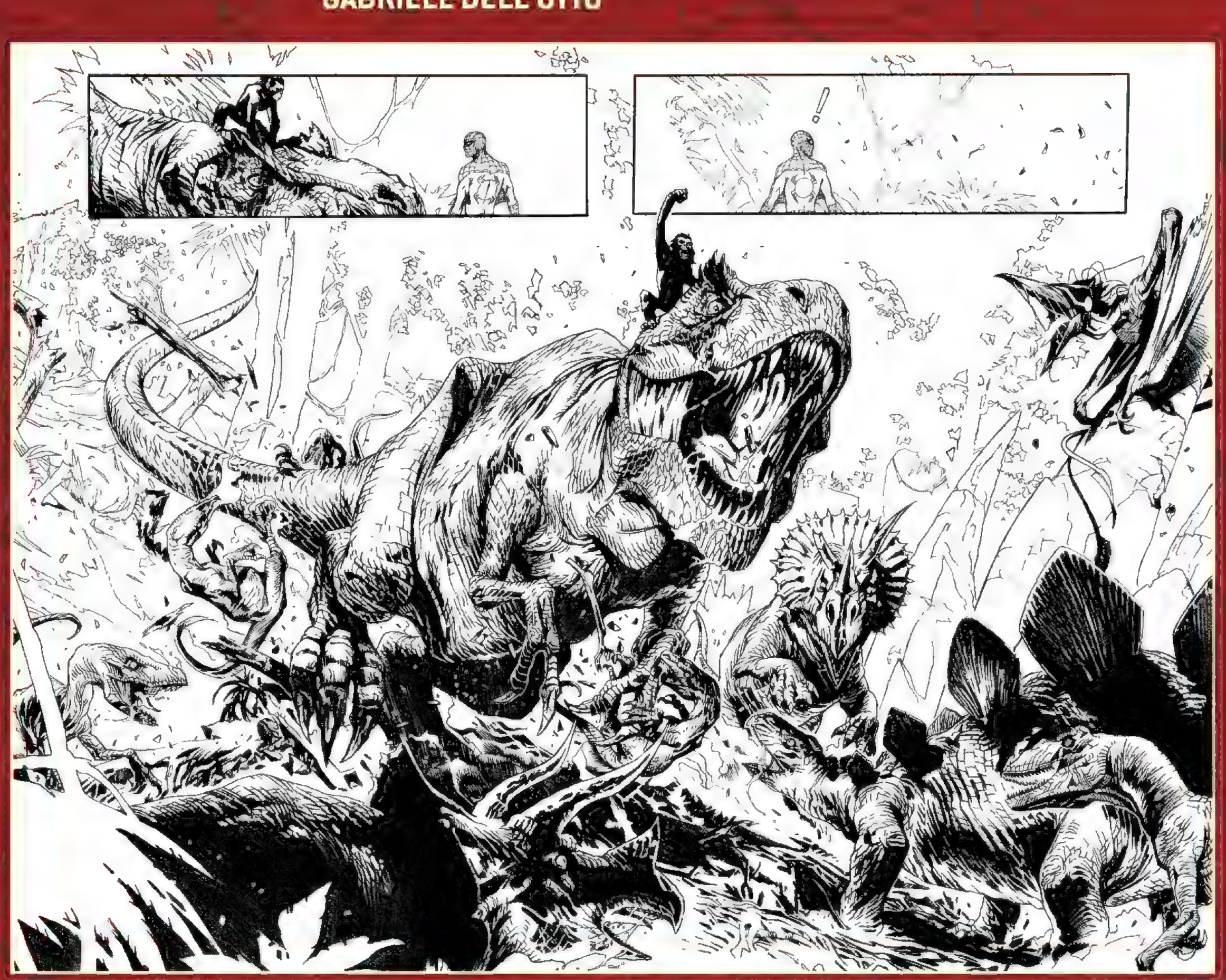
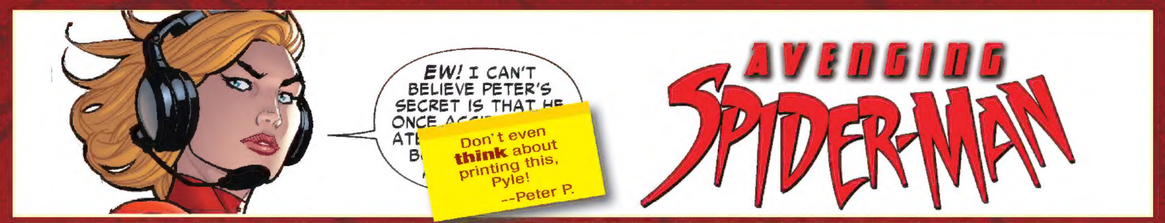
AVENGING SPIDER-MAN #2,
PAGE 11 PENCILS BY
JOE MADUREIRA

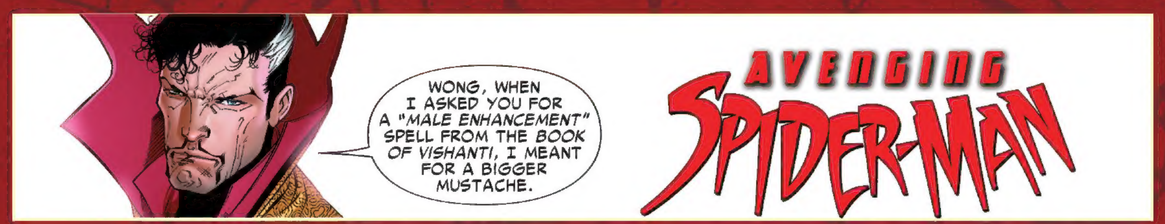
AVENGING SPIDER-MAN #2,
PAGE 13 PENCILS BY
JOE MADUREIRA

AVENGING SPIDER-MAN #14, PAGE 12 INKS BY **GABRIELE DELL'OTTO**



AVENGING SPIDER-MAN #14, PAGES 19-20 INKS BY **GABRIELE DELL'OTTO**





AVENGING SPIDER-MAN #1-5 AND *#7-15* LETTERS-PAGE HEADERS, EACH FEATURING THAT ISSUE'S GUEST STAR.

"We live in a cynical world, a cynical, cynical world, and we work in a business of tough competitors." That's what Tom Cruise said to Renee Zellweger in *Jerry Maguire* right before she told him to SHUT UP!

Everyone concentrates on Renee's "You had me at hello" part but check the script. She rudely interrupts him with "shut up." Twice! When I heard that I knew deep in my heart that here was a marriage that wouldn't last long.

A cynical world.

My son, Elliott, wears Spider-Man on his pyjamas. He's wearing them in bed right now while I type this. He has several Spidey toys and framed on his bedroom wall is a KILLER Stuart Immonen original page from ULTIMATE SPIDER-MAN that shows Spidey swinging past the *Daily Bugle* and cost more money than I care to recall. He likes other super heroes too. But he loves Spider-Man. Kids love Spider-Man. I love Spider-Man and I'm a jaded, cynical (that word again), bald, ruggedly handsome middle-aged man. The news is filled with horror on a nightly basis and I don't believe 95% of the words that come out of our leaders' mouths. But I still love Spider-Man.

There's a million super heroes out there to chose from. A melange of costumes saving the day. So what makes Spidey stand out? It's the fact that he's always felt like one of us. Captain America, the Human Torch, Iron Man, they feel like they're the stars. They'd be on the red carpet, heading for the VIP room at the party. Spidey, you feel, would be outside in the rain with you. And that's despite the fact that he's now saved the world a billion times, been an Avenger, invented his own web-shooters due to his being a science genius, etc. Personally, I'd rather Spidey not wear a suit of armour. His heroism seems greater when he's wearing that thin cloth outfit. The one he stitched together himself…It's a testament to all the great writers Spidey's had over the years that he remains grounded despite his extraordinary exploits. It's inherent in Stan Lee and Steve Ditko's brilliant original concept.

And he always tries to do good. I genuinely take a lot of heart from the fact that, when you study the tricks of writing and you're trying to learn how to make readers like a character, the answer is a remarkably simple one – have them do a kindness to someone. Spidey does this more than any super hero character I can think of, usually to the cost of his own personal life. And that's why he's so beloved, I think. He does this when he's an ordinary guy.

Turn on the news and you're besieged by war, greed and appalling crimes. It can make you give up on humanity. And then you realise that, on an intrinsic level, there's nothing that human beings respond to more than kindness and sacrifice.

It's not such a cynical world when Spider-Man's around.

Rob Williams, Oct. 2012

SPIDER-MAN SWINGS WITH A HOST OF HEROES AS COMICS' BIGGEST NAMES DELIVER A MARVEL TEAM-UP FOR THE 21ST CENTURY!

Spidey and Red Hulk take on a Moloid army, and Captain America and Hawkeye drop by — but what could compare to a night out on the town with She-Hulk? Spidey swoops into action with Captain Marvel and dodges bullets with Deadpool! Plus: A battle to keep the Omega Drive out of the wrong hands with Daredevil and the Punisher! A trip to the Savage Land with Devil Dinosaur and Moon Boy! Spider-Man and Blade vanquish vampires! Peter Parker in a world where Spider-Man never existed! And clobberin' time, courtesy of the Thing!

COLLECTING *AVENGING SPIDER-MAN #1-15* AND *ANNUAL #1*, *THE PUNISHER (2011) #10*, *DAREDEVIL (2011) #11*, *AMAZING SPIDER-MAN ANNUAL #39*, *SPIDER-MAN VS. VAMPIRES #1* AND MATERIAL FROM *AMAZING SPIDER-MAN (1999) #692* — WRITTEN BY ZEB WELLS, GREG RUCKA, MARK WAID, KATHRYN IMMONEN, KELLY SUE DECONNICK, KEVIN SHINICK, CULLEN BUNN, ROB WILLIAMS, BRIAN REED, KEVIN GREVIOUX, ROBERTO CASTRO AND MORE; AND ILLUSTRATED BY JOE MADUREIRA, GREG LAND, LEINIL FRANCIS YU, MARCO CHECCHETTO, STUART IMMONEN, MATTHEW CLARK, TERRY DODSON, STEVE DILLON, AARON KUDER, GABRIELE DELL'OTTO, BRAD WALKER AND LEE GARBETT.

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